

Mattersight Corp
Form 8-K
July 03, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d)

OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): July 1, 2013

Mattersight Corporation

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

0-27975
(Commission

File Number)

36-4304577
(IRS Employer

Identification No.)

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200 S. Wacker Drive, Suite 820, Chicago, Illinois
(Address of Principal Executive Offices)

60606
(Zip Code)

Registrant's telephone number, including area code: (877) 235-6925

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02(e). Compensatory Arrangements with Certain Officers.

Effective July 1, 2013, Mattersight Corporation entered into an amendment (the Amendment) to its executive employment agreement with David R. Gustafson, its Vice President of Marketing and Product Management (the Agreement), in connection with Mr. Gustafson s promotion to Executive Vice President of Products and Marketing. The Amendment revises the material components of Mr. Gustafson s compensation package under the Agreement as follows: (a) his annual base salary is increased from \$230,000 to \$275,000, less standard payroll deductions and withholdings; and (b) his target annual bonus is increased from \$180,000 to \$275,000. The foregoing summary of the Amendment is qualified in its entirety by reference to the Amendment, which is attached as Exhibit 10.1 hereto and incorporated by reference herein.

Item 9.01. Financial Statements and Exhibits.

Exhibit

| No. | Description |
|------|--|
| 10.1 | First Amendment to Executive Employment Agreement, dated July 1, 2013, between David R. Gustafson and Mattersight Corporation. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MATTERSIGHT CORPORATION

Date: July 3, 2013

By: /s/ MARK ISERLOTH
Mark Iserloth
Vice President and Chief Financial Officer