

ROGERS CORP  
Form 8-K  
June 03, 2014

**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):

**May 28, 2014**

**ROGERS CORPORATION**

(Exact name of Registrant as specified in Charter)

**Massachusetts**

**1-4347**

**06-0513860**

(State or Other Jurisdiction of Incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

**One Technology Drive, P.O. Box 188, Rogers, Connecticut 06263-0188**

(Address of Principal Executive Offices and Zip Code)

**(860) 774-9605**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former Name or Former Address, if Changed Since Last Report)

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 (see General Instruction A.2. below):

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))

Edgar Filing: ROGERS CORP - Form 8-K

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 204.13e-4(c))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 28, 2014, Rogers Corporation (the “Company”) entered into a General Release and Settlement Agreement (the “Agreement”) with Dennis M. Loughran, its former Vice President, Finance and Chief Financial Officer. A brief description of the Agreement is provided below. This description is qualified in its entirety by reference to the Agreement which is filed as Exhibit 10.1 to this Form 8-K and is hereby incorporated by reference.

The Company agreed to provide Mr. Loughran the following benefits:

- (i) cash severance equal to 52 weeks of salary payable bi-weekly,
  
- (ii) payment of his target bonus (50% of his salary) as if he had remained employed with the Company contingent upon bonuses being payable under the Rogers Annual Incentive Compensation Plan for the 2014 fiscal year,
  
- (iii) a subsidy towards continued COBRA coverage for Mr. Loughran and his dependents under Rogers’ group health plans for up to one year,
  
- (iv) an immediate service credit of one year towards outstanding unvested restricted stock units, and
  
- (v) six months of outplacement assistance.

Mr. Loughran has provided a general release in favor of the Company and its affiliates under the Agreement. As a condition for receiving the benefits described above, Mr. Loughran must comply with post-employment covenants, including those set forth under his Employment, Invention, Confidentiality and Non-Compete Agreement dated February 1, 2006 and a covenant under the Agreement to cooperate with the Company regarding certain matters that arose during his employment with the Company.

**Item 9.01 Financial Statements and Exhibits.**

(d)Exhibits

**Exhibit Number** **Document Description**

10.1 General Release and Settlement Agreement between the Company and Dennis M. Loughran

**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.

**ROGERS CORPORATION**

By: /s/ Terrance W. Mahoney

Terrance W. Mahoney

Vice President & General Counsel

Date: June 3, 2014