

FOX FACTORY HOLDING CORP  
Form 8-K  
March 11, 2016

**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**

**March 11, 2016**

**Date of Report (date of earliest event reported)**

**Fox Factory Holding Corp.**

**(Exact name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction**

**001-36040**  
**(Commission File Number)**

**26-1647258**  
**(IRS Employer Identification**  
**Number)**

**of Incorporation or Organization)**

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**915 Disc Drive**

**Scotts Valley, California 95066**

**(Address of Principal Executive Offices) (Zip Code)**

**(831) 274-6500**

**(Registrant's Telephone Number, Including Area Code)**

**N/A**

**(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:

- .. 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 8.01 Other Events**

On March 11, 2016, Fox Factory Holding Corp. ( **Fox** ) issued a press release announcing the pricing of the previously announced secondary public offering in respect of an aggregate amount of 2,500,000 shares of the Company's common stock from one of its existing stockholders. The shares are listed on the NASDAQ Global Select Market and trade under the symbol **FOXF**. A copy of Fox's press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

The information contained in this Current Report shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act ), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

d) Exhibits

The following exhibits are filed herewith:

Exhibit	Description
99.1	Copy of Press Release issued by Fox Factory Holding Corp. on March 11, 2016

**SIGNATURE**

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.

**Fox Factory Holding Corp.**

Date: March 11, 2016

By: /s/ Zvi Glasman  
Zvi Glasman  
Chief Financial Officer and Treasurer