

ENTROPIC COMMUNICATIONS INC

Form 8-K

June 23, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 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): June 20, 2014**

**ENTROPIC COMMUNICATIONS, INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Delaware  
(State or Other Jurisdiction**

**of Incorporation)**

**001-33844  
(Commission**

**File Number)  
6290 Sequence Drive**

**33-0947630  
(IRS Employer**

**Identification No.)**

**San Diego, CA 92121**

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

**(858) 768-3600**

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

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))
- .. 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 June 20, 2014, Entropic Communications, Inc. (the Company ) and its Chief Executive Officer, Patrick Henry, entered into an amendment to Mr. Henry s Executive Employment Agreement (the Amendment ). The Amendment clarifies the conditions under which Mr. Henry s employment may be terminated by the Company for Cause . In summary, the Amendment updates the definition of Cause for termination to add that, in addition to the previously enumerated reasons, Cause exists if Mr. Henry is convicted of any felony or misdemeanor charge asserted after the date of the Amendment which, in the good faith judgment of the Company s Board of Directors, adversely affects the business reputation of the Company.

**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 hereto duly authorized.

**ENTROPIC COMMUNICATIONS, INC.**

Dated: June 20, 2014

By: /s/ Lance W. Bridges  
Lance W. Bridges, Esq.  
*Senior Vice President and General Counsel*