

ORTHOFIX INTERNATIONAL N V
Form 8-K
December 09, 2010

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): December 7, 2010

Orthofix International N.V.

(Exact name of Registrant as specified in its charter)

Curacao
(State or other jurisdiction
of incorporation)

0-19961
(Commission
File Number)

N/A
(IRS Employer
Identification No.)

Edgar Filing: ORTHOFIX INTERNATIONAL N V - Form 8-K

7 Abraham de Veerstraat

Curacao
(Address of principal executive offices)

Registrant's telephone number, including area code: 011-59-99-465-8525

N/A
(Zip 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.

Board Committee Composition

At a meeting on December 7, 2010, the Board of Directors (the Board) of Orthofix International N.V. (the Company) appointed Michael R. Mainelli to the Audit Committee of the Board. The Audit Committee is now comprised of Jerry C. Benjamin, Kenneth R. Weisshaar and Mr. Mainelli. The Board has determined that each of the members of the Audit Committee are independent under the rules of the Nasdaq Stock Market and Rule 10A-3 of Schedule 14A under the Securities Exchange Act of 1934, as amended (the Exchange Act) and meet the other criteria for Audit Committee membership set forth in Nasdaq rules.

At the meeting, the Board also appointed Dr. Guy J. Jordan as the Chair of the Compensation Committee of the Board (the Compensation Committee). The Compensation Committee is now comprised of Dr. Jordan, Mr. Mainelli and Maria Sainz. The Board also appointed Kenneth R. Weisshaar to replace Dr. Jordan as Chair of the Nominating and Governance Committee of the Board (the Nominating and Governance Committee). The Nominating and Governance Committee remains comprised of Mr. Weisshaar, Dr. Jordan, and Dr. Walter von Wartburg. The Board has determined that each of the members of the Compensation Committee and Nominating and Governance Committee are independent under the rules of the Nasdaq Stock Market.

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.

Orthofix International N.V.

By: */s/* ROBERT S. VATERS
Robert S. Vaters
Executive Vice President and Chief Financial Officer

Date: December 9, 2010