

CORE MOLDING TECHNOLOGIES INC  
Form 8-K  
December 29, 2008

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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):

December 29, 2008

CORE MOLDING TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware

001-12505

31-1481870

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

800 Manor Park Drive, P.O.BOX 28183,  
Columbus, Ohio

43228-0183

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

614-870-5000

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:

- ☐ 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))



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**Item 1.01 Entry into a Material Definitive Agreement.**

On December 29, 2008, the Board of Directors of Core Molding Technologies, Inc. approved an amendment to the Core Molding Technologies, Inc. Cash Profit Sharing Plan (the "Plan") as previously filed with the Securities and Exchange Commission as exhibit 10(m) on Form 10-K for the year ended December 31, 2007. The Plan includes the revision to ensure compliance with certain tax provisions set forth in Sections 409A of the Internal Revenue Code. The amendment requires a stated timeframe for payment of the Company's profit sharing plan. The foregoing description is qualified in its entirety by reference to the Core Molding Technologies, Inc. Cash Profit Sharing Plan, attached hereto as Exhibit 10.1 and incorporated by reference herein.

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

On December 29, 2008, the Board approved a form of Second Amended and Restated Executive Severance Agreement (the "Severance Agreement") setting forth certain changes to the Company's existing form of Executive Severance Agreement (the "Original Severance Agreement") entered into as of May 17, 2006 and as previously amended January 4, 2008 with each of the Executive Officers. A description of the Original and Amended Severance Agreement was previously reported under Item 1.01 and 5.02 of the Company's Current Reports on Form 8-K, filed with the Securities and Exchange Commission on May 23, 2006 and January 4, 2007, respectively. Effective December 29, 2008, the Company entered into the Severance Agreement with each of the Executive Officers. The Severance Agreement includes revisions to ensure compliance with certain tax provisions set forth in Sections 409A of the Internal Revenue Code. In particular, the Severance Agreement made specific deletions and revisions to Section 10(c) and 10(d). The foregoing description is qualified in its entirety by reference to the Severance Agreement, a form of which is attached hereto as Exhibit 10.2 and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

Exhibits

The following exhibits are filed herewith:

Exhibit 10.1 Core Molding Technologies, Inc. Cash Profit Sharing Plan

Exhibit 10.2 Form of Amended and Restated Executive Severance Agreement

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**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.

CORE MOLDING TECHNOLOGIES, INC.

*December 29, 2008*

By: */s/ Herman F. Dick, Jr.*

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*Name: Herman F. Dick, Jr.*

*Title: Vice President, Secretary, Treasurer and Chief  
Financial Officer*

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Exhibit Index

| <b>Exhibit No.</b> | <b>Description</b>                                         |
|--------------------|------------------------------------------------------------|
| 10.1               | Core Molding Technologies, Inc. Cash Profit Sharing Plan   |
| 10.2               | Form of Amended and Restated Executive Severance Agreement |