

BROOKS AUTOMATION INC  
Form 8-K  
November 17, 2009

**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): November 16, 2009  
BROOKS AUTOMATION, INC.  
(Exact name of registrant as specified in its charter)  
DELAWARE  
(State or other jurisdiction of incorporation)**

0-25434

04-3040660

(Commission File Number)

(IRS Employer Identification No.)

15 Elizabeth Drive, Chelmsford, MA

01824

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (978) 262-2400.

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 5.02 DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

Effective November 16, 2009, the officers listed below were granted shares of Brooks Automation, Inc. (the Company ) common stock, \$0.01 par value, in the amounts specified following their names. These are performance-based awards made pursuant to the Company's performance based variable compensation program, under which executive officers may receive compensation based upon the attainment of performance objectives established for the Company as a whole and for the executive officers themselves. In this case, the awards were made in shares of the Company's stock rather than cash in order to further align the interests of the executive officers with the interests of the Company's stockholders. The awards were made to Robert J. Lepofsky (70,064 shares of Common Stock), Martin S. Headley (48,663 shares of Common Stock), Steven A. Michaud (20,637 shares of Common Stock) and Thomas S. Grilk (14,268 shares of Common Stock).

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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.

BROOKS AUTOMATION, INC.

/s/ Thomas S. Grilk

Thomas S. Grilk

Senior Vice President, General Counsel and  
Secretary

Date: November 17, 2009