

GENTEX CORP
Form 8-K/A
December 21, 2012

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 19, 2012

GENTEX CORPORATION
(Exact name of registrant as specified in its charter)

Michigan (State or other jurisdiction of incorporation)	0-10235 (Commission File Number)	38-2030505 (IRS Employer Identification No.)
600 North Centennial Street Zeeland, Michigan (Address of principal executive offices)		49464 (Zip Code)

Registrant's telephone number, including area code: (616) 772-1800

(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 (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))
-

Section 5 - Corporate Governance and
Management

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

The Company has increased the overall responsibilities of Steve Dykman, including those in the area of investor (e)relations. His title remains Vice President, Finance and Treasurer and he is already an executive officer with reporting requirements under Section 16 of the Securities Exchange Act of 1934, as amended.

In connection with Mr. Dykman's increased responsibilities, on December 19, 2012, the Company set Mr. Dykman's annual salary at \$186,316 (effective in accordance with Company policy and procedures). He remains eligible for profit-sharing bonuses and discretionary bonuses, which are also available to all salaried employees and officers generally and which, in operation, provide for the same method of allocation of benefits between management and non-management participants. In addition, Mr. Dykman will also receive a 16,200-share stock option grant and a restricted stock grant of 7,500 shares, pursuant to the Company's shareholder approved Employee Stock Option Plan and shareholder approved Second Restricted Stock Plan, respectively, with such grants to be made at the next regularly scheduled Compensation Committee meeting (in accordance with Company policies and procedures). Moreover, Mr. Dykman is to receive a \$40,000 discretionary bonus based on cost containment efforts, as well as efforts in the area of investor relations.

Notwithstanding the foregoing, Mr. Dykman does not have a written employment agreement and will continue to be an at-will employee of the Company as is the case with all employees of the Company.

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 thereunto duly authorized.

Dated: December 21, 2012
(Registrant)

GENTEX CORPORATION

By /s/ Fred Bauer
Fred Bauer
Its Chairman of the Board and
Chief Executive Officer

5739393v3