NETGEAR, INC
Form 8-K
July 09, 2018

**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): July 6, 2018**

**NETGEAR, INC.**

**(Exact name of Registrant as specified in its charter)**

| Delaware<br>(State or other jurisdiction<br><br>of incorporation) | 000-50350<br>(Commission<br><br>File Number) | 77-0419172<br>(I.R.S. Employer<br><br>Identification Number) |
|---|---|---|

**350 East Plumeria Drive**

**San Jose, CA 95134**

**(Address, including zip code, of principal executive offices)**

**(408) 907-8000**

**(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:

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))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the

Exchange Act.

**Item 7.01. Regulation FD Disclosure.**

On July 6, 2018, NETGEAR, Inc. (the Company, or NETGEAR ) issued a press release announcing that Arlo Technologies, Inc. ( Arlo ), a wholly owned subsidiary of the Company, publicly filed a registration statement on Form S-1 with the U.S. Securities and Exchange Commission ( SEC ) relating to the previously announced proposed initial public offering by Arlo of its common stock (the IPO ).

The full text of the press release is attached hereto as Exhibit 99.1, and is being furnished under this Item 7.01.

A registration statement relating to the IPO of securities of Arlo has been filed with the U.S. Securities and Exchange Commission but has not yet become effective. These securities may not be sold, nor may offers to buy be accepted, prior to the time the registration statement becomes effective. This current report on Form 8-K shall not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

| **Exhibit No.** | **Description of Exhibit** |
|---|---|
| 99.1 | Press Release, Dated July 6, 2018 |

**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 hereunto duly authorized.

Dated: July 6, 2018

NETGEAR, INC.

By: /s/ Andrew W. Kim
Andrew W. Kim

Senior Vice President, Corporate Development, General Counsel and Secretary