

TD AMERITRADE HOLDING CORP

Form 8-K

November 23, 2016

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 18, 2016

TD Ameritrade Holding Corporation

(Exact name of registrant as specified in its charter)

Delaware                      1-35509              82-0543156  
(State or other jurisdiction   (Commission (I.R.S. Employer  
of incorporation)            File Number) Identification No.)

200 South 108<sup>th</sup> Avenue

Omaha, Nebraska                      68154

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (402) 331-7856

(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))

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

Under the terms of the management incentive plan of TD Ameritrade Holding Corporation, for fiscal year 2017, the compensation of Tim Hockey, president and chief executive officer, was changed as described below:

The annual incentive target for Mr. Hockey was increased by \$500,000 to \$5,750,000. Mr. Hockey's annual incentive continues to be comprised of 30% cash and 70% equity.

Mr. Hockey's base salary was also increased by \$250,000 to \$1,000,000 per year.

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 thereunto duly authorized.

Dated: November 23, 2016 TD AMERITRADE HOLDING CORPORATION

By: /s/ ELLEN L.S. KOPLOW  
Ellen L.S. Koplow  
Executive Vice President, General Counsel