

STG Group, Inc.  
Form 8-K  
March 27, 2017

**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): March 20, 2017

**STG GROUP, INC.**

(Exact name of registrant as specified in its charter)

|                                 |                          |                     |
|---------------------------------|--------------------------|---------------------|
| <b>Delaware</b>                 | <b>001-36149</b>         | <b>46-3134302</b>   |
| (State or other jurisdiction of | (Commission File Number) | (I.R.S. Employer    |
| incorporation)                  |                          | Identification No.) |

**11091 Sunset Hills Road, Suite 200**  
**Reston, Virginia 20190**  
(Address of principal executive offices) (Zip Code)

**(703) 691-2480**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communication 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.**

On March 20, 2017, STG Group, Inc. (“STG,” “we” or the “Company”) and Dale R. Davis, our Chief Integration Officer, entered into a Separation Agreement (the “Separation Agreement”). Pursuant to the Separation Agreement, Mr. Davis will retire as Chief Integration Officer on April 3, 2017 (the “Termination Date”).

Pursuant to the terms of the Separation Agreement, Mr. Davis will receive payments totaling \$212,821.00.

**Item 7.01. Regulation FD Disclosure.**

On March 27, 2017, the Company issued a press release announcing the retirement of Mr. Davis. A copy of the press release is furnished with this report as Exhibit 99.1.

The information in Item 7.01 and Exhibit 99.1 attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“Exchange Act”), or otherwise subject to the liabilities of that section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

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

(d) Exhibits.

99.1 Press Release dated March 27, 2017.

## **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.

### **STG GROUP, INC.**

By: /s/ Charles L. Cosgrove  
Name: Charles L. Cosgrove  
Title: Chief Financial Officer

Date: March 27, 2017

## **EXHIBIT INDEX**

Exhibit No. Description of Exhibits

99.1 Press Release dated March 27, 2017.