

Spansion Inc.
Form 8-K
August 19, 2014

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

August 15, 2014

Date of Report (Date of earliest event reported)

SPANSION INC.

(Exact name of registrant as specified in its charter)

Delaware

001-34747

20-3898239

(State of Incorporation) (Commission File Number) (IRS Employer
Identification Number)

915

DeGuigne

Drive

**P.O. Box
3453
Sunnyvale,
California
94088-3453**

(Address of
principal
executive
offices) (Zip
Code)

(408) 962-2500

(Registrant's telephone number, including area code)

N/A

(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.

On August 15, 2014, Mr. O.C. Kwon was elected to the Spansion Inc. (the “Company”) Board of Directors (the “Board”). Mr. Kwon will serve as a Class II director. The Company will provide Mr. Kwon with the standard compensation approved for non-employee directors, as described in the Company’s 2014 Proxy Statement, and the Company’s standard form of indemnification agreement for members of the Board. A copy of the press release announcing the election of Mr. Kwon to the Company’s Board is furnished as Exhibit 99.1 to this report. Mr. Kwon was not presently appointed to any committees of the Board.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
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99.1	Press Release dated August 19, 2014.
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[Signature Page Follows]

SIGNATURES

Pursuant to the requirement 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.

Date: August 19, 2014

SPANSION INC.

By:	/s/ Katy Motiey
Name:	Katy Motiey
Title:	Corporate Senior Vice President, General Counsel and Secretary

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release dated August 19, 2014.