

Vitamin Shoppe, Inc.  
Form 8-K  
March 30, 2015

**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): March 27, 2015**

**Vitamin Shoppe, Inc.**

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

**Delaware**  
**(State or Other Jurisdiction of**  
**Incorporation or Organization)**

**001-34507**  
**(Commission**  
**File Number)**  
**2101 91st Street**

**11-3664322**  
**(IRS Employer**  
**Identification No.)**

Edgar Filing: Vitamin Shoppe, Inc. - Form 8-K

**North Bergen, New Jersey 07047**

**(Addresses of Principal Executive Offices, including Zip Code)**

**(201) 868-5959**

**(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))

---

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

On March 27, 2015, Vitamin Shoppe, Inc., a Delaware Corporation (the Company), and Vitamin Shoppe Industries Inc., a New York Corporation (the Subsidiary), entered into an amendment (the Galgano Amendment) to the Employment and Non-Competition Agreement (the Galgano Employment Agreement) with Brenda Galgano, in her continuing capacity as Executive Vice President, Chief Financial Officer of the Company and the Subsidiary. The Galgano Amendment extends the term of the Galgano Employment Agreement through March 31, 2016, unless earlier terminated as provided in the Galgano Employment Agreement. The Galgano Amendment also provides that the Subsidiary shall continue to pay to Ms. Galgano an annual base salary of \$484,100, subject to increases as may be approved by our Board of Directors.

Also on March 27, 2015, the Company and the Subsidiary entered into an amendment (the Weiss Amendment) to the Employment and Non-Competition Agreement (the Weiss Employment Agreement) with Louis H. Weiss, in his continuing capacity as Executive Vice President, Chief Merchandising and Marketing Officer of the Company and the Subsidiary. The Weiss Amendment extends the term of the Weiss Employment Agreement through March 31, 2016, unless earlier terminated as provided in the Weiss Employment Agreement. The Weiss Amendment also provides that the Subsidiary shall continue to pay to Mr. Weiss an annual base salary of \$450,000, subject to increases as may be approved by our Board of Directors. In addition, the Weiss Amendment provides that Mr. Weiss shall continue to be eligible for an annual cash bonus award with a target amount of 50% of his then current base salary pursuant to the Subsidiary's Management Incentive Program.

**ITEM 9.01 Financial Statements and Exhibits.**

(d) Exhibits

**Exhibit**

<b>No.</b>	<b>Description</b>
10.1	Amendment to Employment and Non-Competition Agreement, dated March 27, by and among Vitamin Shoppe, Inc., Vitamin Shoppe Industries Inc. and Brenda Galgano.
10.2	Amendment No. 3 to Employment and Non-Competition Agreement, dated March 27, by and among Vitamin Shoppe, Inc., Vitamin Shoppe Industries Inc. and Louis H. Weiss.

**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.

Vitamin Shoppe, Inc.

Date: March 30, 2015

By /s/ Jean Frydman

Name: Jean Frydman

Title: Senior Vice President, General Counsel and Corporate Secretary