

# POPEYES LOUISIANA KITCHEN, INC.

## FORM 8-K (Current report filing)

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Address	400 PERIMETER CENTER TERRACE, SUITE 1000 ATLANTA, GA 30346
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Industry	Restaurants
Sector	Services
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**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) April 14, 2014

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**Popeyes Louisiana Kitchen, Inc.**

(Exact Name of Registrant as Specified in Its Charter)

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**Minnesota**

(State or Other Jurisdiction of Incorporation)

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**000-32369**

(Commission File Number)

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**58-2016606**

(IRS Employer Identification No.)

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**400 Perimeter Center Terrace, Suite 1000, Atlanta, Georgia**

(Address of Principal Executive Offices)

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**30346**

(Zip Code)

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**(404) 459-4450**

(Registrant's Telephone Number, Including Area Code)

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**Not applicable**

(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 ( *see* General Instruction A.2. below):

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

On April 14, 2014, Popeyes Louisiana Kitchen, Inc. (the “Company”) announced that H. Melville Hope, III, the Company’s Senior Vice President and Chief Financial Officer, will leave the company effective May 23, 2014 (the “Departure Date”), to pursue other opportunities.

On April 14, 2014, the Company entered into (1) a Separation Agreement and General Release (the “Separation Agreement”) with Mr. Hope, to provide for the terms of Mr. Hope’s departure, and (2) an Independent Contractor Agreement (the “Consulting Agreement”) with Mr. Hope, to provide for the terms on which Mr. Hope will provide transition-related consulting services to the Company.

Pursuant to the Separation Agreement, the Company will pay Mr. Hope a lump sum cash payment of \$792,000, payable on November 24, 2014. Mr. Hope will also receive (1) immediate vesting of any unvested rights under any restricted stock or stock options (except for any stock options or restricted stock for which the performance criterion required for exercise has not been previously satisfied), and (2) prorated vesting (based on the Departure Date) of his rights under outstanding performance share awards. Mr. Hope will also provide a general release to the Company of employment-related claims.

Pursuant to the Consulting Agreement, Mr. Hope will provide consulting services to the Company from May 25, 2014 to September 24, 2014 (the “Term”). The Company will pay Mr. Hope \$37,500 a month during this period, for a total payment of \$150,000. The Consulting Agreement also provides for a non-compete covenant for Mr. Hope during the Term and for eight months thereafter.

**Item 7.01. Regulation FD Disclosure.**

On April 14, 2014, the Company issued a press release in connection with Mr. Hope’s departure. A copy of the press release is furnished as Exhibit 99.1

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

(d) Exhibits.

99.1 Press release, dated April 14, 2014.

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**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.

Date: April 17, 2014

Popeyes Louisiana Kitchen, Inc.

By: /s/ Harold M. Cohen

Harold M. Cohen  
Senior Vice President, General Counsel,  
Chief Administrative Officer and Corporate  
Secretary

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**EXHIBIT INDEX**

**Exhibit Number**

99.1

**Description**

Press Release, dated April 14, 2014.



## NEWS RELEASE

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### POPEYES LOUISIANA KITCHEN, INC. ANNOUNCES CFO DEPARTURE IN MAY

ATLANTA – Popeyes Louisiana Kitchen, Inc. (NASDAQ: PLKI), the franchisor and operator of Popeyes<sup>®</sup> restaurants, today announced that H. Melville Hope, III, the company’s senior vice president and chief financial officer, will leave the company effective May 23, 2014, to pursue other opportunities. The company has commenced a search for Mr. Hope’s successor, reviewing both internal and external candidates. Mr. Hope will assist in the transition of duties to an interim CFO and will remain a consultant to the company through the summer.

“On behalf of everyone at Popeyes, I want to thank Mel for his many contributions over the last 11 years. Mel has played an important leadership role in the transformation of the company’s performance. He has built a capable finance organization and has orchestrated transactions that have created significant value for our shareholders,” said Cheryl Bachelder, Popeyes Chief Executive Officer. “Mel is leaving the company in a good position for the future; we wish him well.”

“Working with the Popeyes leadership team and franchise owners over the past 11 years has been an exciting and rewarding experience and I wish them the best,” said Mr. Hope. “I’m proud of all that we have accomplished together and am now looking forward to the next chapter of my career.”

#### **Corporate Profile**

Popeyes Louisiana Kitchen, Inc. is the franchisor and operator of Popeyes<sup>®</sup> restaurants, the world’s second-largest quick-service chicken concept based on number of units. As of December 29, 2013, Popeyes had 2,225 operating restaurants in the United States, three territories, and 28 foreign countries. The Company’s primary objective is to deliver sales and profits by offering excellent investment opportunities in its Popeyes brand and providing exceptional franchisee support systems and services to its owners. Popeyes Louisiana Kitchen, Inc. can be found at [www.popeyes.com](http://www.popeyes.com).

#### **Forward-Looking Statements**

Certain statements in this release contain “forward-looking statements” within the meaning of the federal securities laws. Statements regarding future events and developments and our future performance are forward-looking statements within the meaning of these laws. These forward-looking statements are subject to a number of risks and uncertainties. Among the important factors that could cause actual results to differ materially from those indicated by such forward-looking statements are: competition from other restaurant concepts and food retailers, continued disruptions in the financial markets, the loss of franchisees and other business partners, labor shortages or increased labor costs, increased costs of our principal food products, changes in consumer preferences and demographic trends, as well as



LOUISIANA KITCHEN, INC.

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**NEWS RELEASE**

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concerns about health or food quality, instances of avian flu or other food-borne illnesses, general economic conditions, the loss of senior management and the inability to attract and retain additional qualified management personnel, limitations on our business under our credit facility, our ability to comply with the repayment requirements, covenants, tests and restrictions contained in our credit facility, failure of our franchisees, a decline in the number of franchised units, a decline in our ability to franchise new units, slowed expansion into new markets, unexpected and adverse fluctuations in quarterly results, increased government regulation, effects of volatile gasoline prices, supply and delivery shortages or interruptions, currency, economic and political factors that affect our international operations, inadequate protection of our intellectual property and liabilities for environmental contamination and the other risk factors detailed in our Annual Report on Form 10-K and other documents we file with the Securities and Exchange Commission. Therefore, you should not place undue reliance on any forward-looking statements.

**PLKI Contact Information**

Investor inquiries:

Rebecca Gardy, Director, Finance & Investor Relations,  
(404) 459-4673 or [investor.relations@popeyes.com](mailto:investor.relations@popeyes.com)

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