

SAFEGUARD SCIENTIFICS INC

Form 8-K

April 25, 2008



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

On April 22, 2008, the Compensation Committee (the Committee ) of the Board of Directors of Safeguard Scientifics, Inc. (the Company ) established a Management Incentive Plan (the Plan ), effective as of January 1, 2008. The Plan sets forth the objectives against which the Company s executive officers and other employees will be measured for purposes of awarding bonuses annually. The Committee will establish specific annual corporate and individual performance targets, the weighting of such performance targets, and the bonus targets for the participants under the Plan for each calendar year which the Plan remains in place. Individual awards under the Plan shall be expressed as either a fixed target dollar amount or as a percentage of a participant s base salary. Following the end of each calendar year, the Committee will evaluate the Company s performance and determine the extent to which the specified corporate and individual objectives established by the Committee for that calendar year have been achieved. The Committee will award bonuses based upon its assessment of achievement levels.

The foregoing description of the Plan does not purport to be complete and is qualified in its entirety by reference to the actual text of the Plan, which is attached hereto as Exhibit 10.1 and is incorporated by reference herein.

**ITEM 9.01. Financial Statements and Exhibits**

(d) Exhibits

10.1 Management Incentive Plan.

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.

Safeguard Scientifics, Inc.

Dated: April 25, 2008

By: BRIAN J. SISKO

Brian J. Sisko  
Senior Vice President and General Counsel