

RAMBUS INC  
Form 8-K  
October 19, 2015

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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)

October 19, 2015

Rambus Inc.  
(Exact name of registrant as specified in its charter)

|   |                                       |   |
|---|---------------------------------------|---|
| Delaware<br>(State or other jurisdiction of<br>incorporation) | 000-22339<br>(Commission File Number) | 94-3112828<br>(I. R. S. Employer<br>Identification No.) |
|---|---------------------------------------|---|

|   |                     |
|---|---------------------|
| 1050 Enterprise Way, Suite 700<br>Sunnyvale, California<br>(Address of principal executive offices) | 94089<br>(ZIP Code) |
|---|---------------------|

(408) 462-8000  
(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 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 2.02 – Results of Operations and Financial Condition.

On October 19, 2015, Rambus Inc. (“Rambus,” or the “Company”) issued a press release (the “Press Release”) announcing results for the quarter ended September 30, 2015 and certain other matters. A copy of the Press Release is attached as Exhibit 99.1 to this current report on Form 8-K and is incorporated by reference herein.

The information under Item 2.02 in this current report on Form 8-K and the related information in the exhibit attached hereto shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any general incorporation language in such filing.

Item 2.05 - Costs Associated with Exit or Disposal Activities

In the Press Release referred to above, the Company also announced a restructuring, including a reduction of its workforce to be completed by the first quarter of the 2016. The Board of Directors of the Company approved the commitment to the restructuring on October 16, 2015. The Press Release is incorporated by reference herein for information concerning the restructuring pursuant to this Item 2.05.

Item 9.01 – Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press release dated October 19, 2015.

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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: October 19, 2015

Rambus Inc.

/s/ Satish Rishi  
Satish Rishi, Senior Vice President, Finance and  
Chief Financial Officer

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Exhibit Index

Exhibit  
Number

Exhibit Title

99.1

Press release dated October 19, 2015.