

FORCE PROTECTION INC  
Form 8-K  
July 28, 2009

**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): **July 24, 2009**

**FORCE PROTECTION, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction  
of incorporation)

**001-33253**  
(Commission  
File Number)

**84-1383888**  
(IRS Employer  
Identification No.)

**9801 Highway 78, Building No. 1, Ladson, SC**  
(Address of principal executive offices)

**29456**  
(Zip Code)

Registrant's telephone number, including area code: **(843) 574-7000**

(Former name or former address, if changed since last report)

## Edgar Filing: FORCE PROTECTION INC - Form 8-K

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 1.01. Entry Into A Material Definitive Agreement.**

On July 24, 2009, Force Protection, Inc. ( Force Protection ) was awarded through its wholly-owned subsidiary, Force Protection Industries, Inc., a contract modification under its contract W56HZV-08-C-0028 with the U.S. Army Tank-automotive and Armaments Command ( U.S. TACOM ) for the provision of 48 Buffalo Mine Protected Clearance Vehicles. The total consideration under this contract modification is approximately \$52.8 million. The contract modification is subject to definitization. The award was made pursuant to a contract between Force Protection Industries, Inc. and the U.S. TACOM dated November 2, 2007 for the provision of vehicles.

On July 27, 2009, Force Protection exercised its option to renew and extend the term of a property lease pursuant to the Third Amendment to Lease for property known as Building No. 3 located in Ladson, South Carolina (the Lease ), by and among Force Protection, Force Protection Industries, Inc., and Aerospace/Defense, Inc. The Lease is effective June 1, 2009 and expires June 30, 2014. This Lease enables Force Protection to continue production of the Buffalo vehicles.

**Item 8.01. Other Events.**

On July 28, 2009, Force Protection issued a press release announcing the July 24, 2009 contract modification from the U.S. TACOM. A copy of the press release issued on July 28, 2009 is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

This Current Report on Form 8-K contains forward looking statements that are not historical facts, including statements about our beliefs and expectations. These statements are based on beliefs and assumptions of Force Protection's management, and on information currently available to management. These forward looking statements include, among other things: the growth and demand for Force Protection's vehicle, including the Buffalo vehicle; the rate at which Force Protection will be able to produce these vehicles and Force Protection's expected financial and operating results, including its revenues and cash flow, for future periods. Forward-looking statements speak only as of the date they are made, and Force Protection undertakes no obligation to update any of them publicly in light of new information or future events. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statements. Examples of these factors include, but are not limited to, ability to effectively manage the risks in Force Protection's business; the ability to develop new technologies and products and the acceptance of these technologies and products; the ability to obtain and complete new orders for its vehicles and products; Force Protection's ability to identify and remedy its internal control weaknesses and deficiencies, and other risk factors and cautionary statements listed in Force Protection's periodic reports filed with the Securities and Exchange Commission, including the risks set forth in Force Protection's Annual Report on Form 10-K for the year ended December 31, 2008, as updated in the Quarterly Report on Form 10-Q for the period ended March 31, 2009.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit</b>	<b>Description</b>
10.1	Third Amendment to Lease dated as of July 27, 2009 among Force Protection, Inc., Aerospace/Defense, Inc. and Force Protection Industries, Inc.
99.1	Press Release entitled Force Protection Receives \$52.8 Million Order for Buffalo Route Clearance Vehicles

**SIGNATURE**

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.

Force Protection, Inc.  
(Registrant)

Date: July 28, 2009

/s/ Lenna Ruth Macdonald  
(Signature)

Name: Lenna Ruth Macdonald  
Title: Chief Strategy Officer, General Counsel and Secretary

**EXHIBIT LIST**

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