

FORCE PROTECTION INC  
Form 8-K  
October 24, 2007

**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 18, 2007**

**FORCE PROTECTION, INC.**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction)

**000-22273**  
(Commission)

**84-1383888**  
(IRS Employer)

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of incorporation)

File Number)

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) 740-7015**

(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 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On October 18, 2007, Force Protection, Inc. (the Registrant ) was awarded a delivery order by the U.S. Marine Corps for 553 Cougar Category I vehicles and 247 Cougar Category II vehicles for the Mine Resistant Ambush Protected ( MRAP ) Program, for a total consideration of approximately \$376 million. Fifty percent of the work under this contract will be performed by General Dynamics Land Systems, Inc. pursuant to a joint venture between the Registrant and General Dynamics Land Systems, Inc. The award was made pursuant to a letter contract between the Registrant and U.S. Marine Corps dated as of January 25, 2007 for the testing, production and sustainability for its MRAP vehicle program. This letter contract was filed as an exhibit to the Registrant s Current Report on Form 8-K filed on February 5, 2007.

This Current Report on Form 8-K contains forward-looking statements that involve risks and uncertainties, including, without limitation, statements concerning our business and possible or assumed future results of operations. Certain words, such as believe, may, could, will, intend, expect, anticipate, plan, and similar expressions are used to identify forward-looking statements. Undue reliance should not be placed on these forward-looking statements. The Registrant s actual results could differ materially from those anticipated in the forward-looking statements for many reasons including: its ability to raise capital when necessary; availability of parts and raw materials for its products; continued customer acceptance of its products; ongoing success of its research and development efforts; greater than expected costs; and other risks and uncertainties as may be detailed from time to time in the Registrant s public announcements and SEC filings. Although the Registrant believes the expectations reflected in the forward-looking statements are reasonable, they relate only to events as of the date on which the statements are made, and the Registrant s future results, levels of activity, performance or achievements may not meet these expectations. The Registrant does not intend to update any of the forward-looking statements after the date of this document to conform these statements to actual results or to changes in its expectations, except as required by law.

**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: October 24, 2007

/s/ Michael Durski  
(Signature)

Name: Michael Durski  
Title: Chief Financial Officer