

TRAVELZOO
Form 8-K
May 18, 2018

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): May 14, 2018

Travelzoo
(Exact name of registrant as specified in its charter)

Delaware 000-50171 36-4415727
(State or Other (Commission(I.R.S. Employer
Jurisdiction of File Number)Identification No.)
Incorporation)

590 Madison Avenue, 37th 10022
Floor
New York, New York
(Address of principal (Zip Code)
executive offices)

Registrant's telephone number, including area
code (212) 484-4900
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company ..

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act "

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

On May 14, 2018, based on the unanimous approval by the Compensation Committee of its Board of Directors, Travelzoo entered into an option agreement with Sharry Sun, Global Head of Brand. Ms. Sun received options to purchase 50,000 shares of Travelzoo's common stock. The options are expected to vest in four equal annual installments: May 14, 2019, May 14, 2020, May 14, 2021, May 14, 2022.

The information set forth above relating to the option agreement between Travelzoo and Ms. Sun is qualified in its entirety by reference to the full text of the agreement, which is filed as an exhibit to this report and is incorporated by reference herein.

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.

TRAVELZOO

Date: May 17, 2018 By: /s/ Glen Ceremony
Glen Ceremony
Chief Financial Officer

EXHIBIT INDEX

Exhibit Description

10.20 Non-qualified option agreement between Travelzoo and Sharry Sun, dated May 14, 2018