

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

GT Advanced Technologies Inc.

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**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): **January 10, 2012 (January 9, 2012)**

GT ADVANCED TECHNOLOGIES INC.

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Delaware
(State or other jurisdiction of
incorporation)

001-34133
(Commission File Number)

03-0606749
(IRS Employer Identification No.)

20 Trafalgar Square
Nashua, New Hampshire 03063
(Address of Principal Executive Offices, including Zip Code)

(603) 883-5200
(Registrant's Telephone Number, Including Area Code)

(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))
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ITEM 2.05 COSTS ASSOCIATED WITH EXIT OR DISPOSAL ACTIVITIES.

On January 10, 2013, GT Advanced Technologies Inc. (the “Company”) announced its plan to cease operations at its Hazelwood, Missouri facility (the “Hazelwood Facility”). The Company conducts certain of its HiCz™ development at this facility and plans to transition this activity to its Merrimack, New Hampshire facility. The idling of the Hazelwood Facility is part of the Company’s effort to reduce costs and optimize its research and development activities. The idling of the Hazelwood Facility is expected to be completed on or before March 31, 2013. In connection with this action, the Company expects to terminate the employment of approximately 35 employees at the Hazelwood facility at various dates through March 31, 2013.

As a result of the planned idling of the Hazelwood Facility, the Company expects to incur charges that are principally the result of: (i) lease exit costs and (ii) non-cash impairment charges as a result of writing down certain assets associated with the Hazelwood Facility. At the time of the filing of this Current Report on Form 8-K, the Company is unable, in good faith, to make a determination of the amount or estimated range of amounts of the foregoing charges or the amount or range of amounts that that will result in future cash expenditures as a result thereof. The Company expects to incur these charges in the fourth quarter of fiscal 2012 and in fiscal 2013.

On January 10, 2013, the Company issued a press release announcing the planned idling of its Hazelwood Facility. The press release is attached hereto as Exhibit 99.1.

ITEM 5.02 DEPARTURE OF DIRECTOR OR CERTAIN OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS.

On January 10, 2013, the Company announced that the position held by David Gray, the Company’s Chief Strategy and New Business Officer and a named executive officer, will be eliminated effective as of the close of business on January 25, 2013.

On January 10, 2013, the Company issued a press release announcing the elimination of Mr. Gray’s position. The press release is also attached hereto as Exhibit 99.1.

ITEM 7.01 REGULATION FD DISCLOSURE.

In accordance with General Instruction B.2. to Form 8-K, the information in Item 2.05 shall not be deemed “filed” for purposes of Section 18 of the Securities Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

On January 10, 2013, the Company issued a press release announcing the planned idling of its Hazelwood Facility. The press release is attached hereto as Exhibit 99.1 and is incorporated in this Item 7.01 by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press release dated January 10, 2013 regarding the idling of the Hazelwood Facility and the elimination of Mr. Gray’s position.

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.

GT ADVANCED TECHNOLOGIES INC.

/s/ Hoil Kim

By: Hoil Kim

Its: Vice President, Chief Administrative Officer, General
Counsel and Secretary

Date: January 10, 2013



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GT Advanced Technologies Completes Restructuring with Streamlining of Operations and New Functional Structure

Nashua, N.H.–January 10, 2013—GT Advanced Technologies (NASDAQ: GTAT) today announced that it is transitioning to a functional organizational structure from its prior business unit organization as it continues to streamline operations and position the company for growth once the markets it serves start to recover.

Under the new structure, sales, service and worldwide operations will be centralized under the leadership of Dan Squiller, who will continue to report to president and CEO Tom Gutierrez. Dave Keck, formerly general manager, polysilicon and photovoltaic equipment, will lead the company's sales and service across all businesses, reporting to Squiller. Jeff Ford, vice president of DSS business development, will continue to have responsibility for GT's DSS business, leveraging his extensive industry knowledge and experience to ensure that GT continues to support its DSS customer base as the company transitions to next generation PV technologies.

The company's R&D initiatives in next generation solar, Hyperion ion implant exfoliation and sapphire will be managed under Vikram Singh, executive vice president, Advanced Systems Development. In addition Dr. Singh remains responsible for all central engineering support services as well as business development and product management for the Hyperion and next generation solar platforms. Dr. P.S. Raghavan, chief technology officer, will be continue to lead technology development for silicon carbide (SiC) and gallium nitride (GaN) applications. As a result of the functional realignment, the business unit general manager positions have been eliminated and Cheryl Diuguid, formerly general manager of the sapphire business, has left the company.

As previously indicated, the company is scaling back its M&A program in 2013. As such, the role of chief strategy and new business officer is being eliminated and David Gray, Ph.D. will be leaving the company effective January 25, 2013. CEO Tom Gutierrez will drive the company's strategic development initiatives.

"The new functional structure reflects GT's continued efforts to streamline our operations and align our business with current market and business conditions," said Gutierrez. "It further minimizes duplication of resources and provides us with a very efficient platform to grow from in 2013. We are grateful to Cheryl Diuguid and Dave Gray for the significant contributions they have made in their tenure with GT and we wish them the best."

As part of the reorganization of resources, the company is shifting final development and beta build activities for its HiCz™ product to its Merrimack, NH facility and will be idling its HiCz® materials pilot manufacturing facility in St. Louis, MO. As a result, the company will layoff approximately 35 employees in St. Louis. These employees will be provided severance pay, health and dental benefits and outplacement services.

GT remains committed to the commercialization of the HiCz™ platform, a next generation PV furnace that will produce N-type silicon wafers to help make more efficient solar cells, and improve the economics for PV manufacturers by lowering the cost per watt of solar energy. The company expects to be ready to offer the HiCz product by mid-2013, but given current market conditions in the PV industry, orders for the new generation systems may not occur until 2014

when the industry begins to recover. Several HiCz pullers are already installed and operating in the Merrimack facility where most of the HiCz R&D team is based.

The company is seeking a strategic partner to purchase the St. Louis operation. The 67,000 square foot leased facility currently has HiCz tools installed, representing a capacity of 50MW/~250MT output/~12.5M wafers per year. The facility is designed to support twice as many tools as currently installed.

The company estimates that the idling of the St. Louis facility will reduce its annualized expenses by approximately \$15 million, excluding restructuring charges. The savings related to this action were anticipated and reflected in the CY13 guidance range provided by the company on December 18, 2012. In addition, the company expects to incur restructuring and non-cash asset impairment charges in Q4 2012 and in 2013 related to this action. The company is evaluating the timing and amounts of the charges and expects to provide further details on these charges when it reports CY2012 earnings results in February 2013.

About GT Advanced Technologies Inc.

GT Advanced Technologies Inc. is a diversified technology company with innovative crystal growth equipment and solutions for the global solar, LED and electronics industries. Our products accelerate the adoption of new advanced materials that improve performance and lower the cost of manufacturing. For additional information about GT Advanced Technologies, please visit www.gtat.com.

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Forward-Looking Statements

Certain of the information in this press release relate to the Company's future expectations, plans and prospects for its business and industry that constitute "forward-looking statements" for the purposes of the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995, including but not limited to: the Company is positioning itself for growth as the markets it serves start to recover; the Company is scaling back its M&A program in 2013; the Company's new functional structure further minimizes duplication of resources and provides the Company with a very efficient platform to grow from in 2013; the HiCz™ platform will produce N-type silicon wafers to help make more efficient solar cells, and improve the economics for PV manufacturers by lowering the cost per watt of solar energy; the Company expects to be ready to offer the HiCz product by mid-2013 (but given current market conditions in the PV industry, orders for the new generation systems may not occur until 2014 when the industry begins to recover); The company estimates that the idling of the St. Louis facility will reduce the Company's annualized expenses by approximately \$15 million, excluding restructuring charges; the CY13 guidance range previously provided by the company on December 18, 2013; and the Company expects to incur restructuring and non-cash asset impairment charges in Q4 2012 and in 2013 related to the idling of the St. Louis facility. These forward-looking statements are not a guarantee of performance and are subject to a number of uncertainties and other factors, many of which are outside the Company's control, which could cause actual events to differ materially from those expressed or implied by the statements. Other factors that may cause actual events to differ materially from those expressed or implied by our forward-looking statements include the impact of continued decreased demand and/or excess capacity in the markets for the output of our solar and sapphire equipment, general economic conditions and the tightening credit market having an adverse impact on demand for the Company's products, the possibility that changes in government incentives may reduce demand for solar products, which would, in turn, reduce demand for our equipment, technological changes could render existing products or technologies obsolete, the Company may be unable to protect its intellectual property rights, competition from other manufacturers may increase, exchange rate fluctuations and conditions in the credit markets and economy may reduce demand for the Company's products and various other risks as outlined in GT Advanced Technologies Inc.'s filings with the Securities and Exchange Commission, including the statements under the heading "Risk Factors" in the company's quarterly report on Form 10-Q for the fiscal quarter ended September 29, 2012. Statements in this press release should be evaluated in light of these important factors. The statements in this press release represent GT Advanced

Technologies Inc.'s expectations and beliefs as of the date of this press release. GT Advanced Technologies Inc. anticipates that subsequent events and developments may cause these expectations and beliefs to change. GT Advanced Technologies Inc. is under no obligation to, and expressly disclaims any such obligation to, update or alter its forward-looking statements, whether as a result of new information, future events, or otherwise.
