

FLIR SYSTEMS INC  
Form 8-K  
February 10, 2009

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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): 02/09/2009**

**FLIR Systems, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 0-21918**

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

**93-0708501**  
(IRS Employer  
Identification No.)

**27700 SW Parkway Avenue, Portland, Oregon 97070**  
(Address of principal executive offices, including zip code)

**(503) 498-3547**  
(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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

The Compensation Committee of the Board of Directors of the Company approved the grants of 5,000 restricted stock units to William A. Sundermeier, President - Government Systems Division and 2,500 restricted stock units to Andrew C. Teich, President - Commercial Vision Systems Division. The grants on February 9, 2009 were made pursuant to the Company's 2002 Stock Incentive Plan, which was previously approved by the Company's shareholders. The restricted stock units will vest, and the underlying shares of the Company's common stock will be issued, on February 9, 2010.

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**Signature(s)**

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.

FLIR Systems, Inc.

Date: February 09, 2009

By: /s/ Stephen M. Bailey

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Stephen M. Bailey  
Sr. Vice President, Finance and Chief Financial Officer