

FTD Companies, Inc.  
Form 8-K  
February 06, 2014

**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): **February 5, 2014**

**FTD Companies, Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other jurisdiction  
of Incorporation)

**001-35901**  
(Commission  
File Number)

**32-0255852**  
(I.R.S. Employer  
Identification No.)

**3113 Woodcreek Drive**

**Downers Grove, Illinois 60515**

(Address of Principal Executive Offices) (ZIP Code)

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**Telephone: (630) 719-7800**

(Registrant's Telephone Number, Including Area Code)

**N/A**

(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.**

On February 5, 2014, the board of directors (the **Board**) of FTD Companies, Inc. (the **Company**) appointed Tracey Belcourt as a director, effective February 5, 2014, completing the **Company**'s seven member Board. Ms. Belcourt will serve as a class I director with a term expiring at the **Company**'s 2014 Annual Meeting of Stockholders to be held on June 10, 2014. Ms. Belcourt has not yet been named to any Board committees.

There are no arrangements or understandings between Ms. Belcourt and any other persons pursuant to which Ms. Belcourt was named as a director. There are no transactions or relationships between the **Company** and Ms. Belcourt that are reportable under Item 404(a) of Regulation S-K.

Pursuant to the **Company**'s standard compensation program for non-employee directors, Ms. Belcourt will receive an annual retainer fee of \$48,000 and \$1,000 for each Board meeting she attends. In addition, on February 5, 2014, the compensation committee of the Board granted Ms. Belcourt a restricted stock unit award covering 1,173 shares of the **Company**'s common stock, which will vest June 1, 2014. The restricted stock unit award was granted pursuant to a Restricted Stock Unit Issuance Agreement for Non-Employee Directors (Initial Grant), the form of which was previously filed as Exhibit 10.5 to the **Company**'s Current Report on Form 8-K filed on November 13, 2013.

A copy of the press release announcing Ms. Belcourt's appointment is attached hereto as Exhibit 99.1 and is hereby incorporated by reference.

**Item 9.01** **Financial Statements and Exhibits.**

(d) Exhibits:

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release dated February 6, 2014.

**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.

**FTD COMPANIES, INC.**

Dated: February 6, 2014

By: /s/ Becky A. Sheehan  
Name: Becky A. Sheehan  
Title: Executive Vice President and  
Chief Financial Officer

**EXHIBIT INDEX**

<b>Exhibit No.</b>		<b>Description</b>
99.1		Press release dated February 6, 2014.