

FORCE PROTECTION INC  
Form 8-K  
May 04, 2010

**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 4, 2010**

**FORCE PROTECTION, INC.**

(Exact name of registrant as specified in its charter)

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

**001-33253**  
(Commission File Number)

**84-1383888**  
(I.R.S. Employer Identification  
No.)

**9801 Highway 79, Building No. 1**  
**Ladson, South Carolina 29456**

(Address of principal executive offices) (Zip Code)

**(843) 574-7000**

(Registrant's telephone number, including area code)

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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 (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 2.02. Results of Operations and Financial Condition**

On May 4, 2010, Force Protection, Inc. (the "Company") issued a press release announcing its preliminary results of operations and financial condition for the fiscal quarter ended March 31, 2010. The full text of the press release issued in connection with the announcement is attached as Exhibit 99.1 to this Form 8-K and incorporated herein by reference.

The information contained in this Item 2.02 of this Form 8-K (including Exhibit 99.1) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended (the "Securities Act") or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 7.01. Regulation FD Disclosure.**

On May 4, 2010, the Company issued a press release announcing its preliminary results of operations and financial condition for the fiscal quarter ended March 31, 2010. The Company will host a conference call and webcast at 4:30 p.m. Eastern Time on Tuesday, May 4, 2010 to discuss its preliminary results of operations and financial condition and its business outlook.

While the question-and-answer session of the call will be limited to institutional analysts and investors, retail brokers and individual investors are invited to listen to a live webcast. The webcast may be accessed via the home page of the Company's website at [www.forceprotection.net](http://www.forceprotection.net). Please visit the website at least 15 minutes prior to the call to register for the webcast and download any necessary software.

The information contained in this Item 7.01 of this Form 8-K (including Exhibit 99.1) shall not be deemed "filed" for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Safe Harbor Statement**

This Current Report on Form 8-K contains forward looking statements that are not historical facts, including statements about our beliefs and expectations. These statements are based on beliefs and assumptions of the Company's management, and on information currently available to management. These forward looking statements include, among other things: the growth and demand for the Company's products and services, including its modernization, spares and sustainment business and anticipated significant new orders; the anticipated long-term demand for service, support and upgrade work to the Company's fleet of vehicles; the opportunities to market and the capabilities of the Ocelot and JAMMA vehicles; the Company's ability to develop new technologies and products, and the effectiveness of these technologies and products; the Company's execution of its business strategy and strategic transformation, including its operating plan and its opportunities to grow the business; the effects of the expansion in Afghanistan, and the Company's expected financial and operating results, including its revenues, cash flow and gross margins, for future periods. Forward-looking statements speak only as of the date they are made, and the Company undertakes no obligation to update any of them publicly in light of new information or future events. A number of important factors could cause actual results to differ materially from those contained in any forward-looking statements. Examples of these factors include, but are not limited to, the ability to effectively manage the risks in the Company's business; the ability to develop new technologies and products and the acceptance of these

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technologies and products; the ability to obtain new orders for its vehicles and products; and the other risk factors and cautionary statements listed in the Company's periodic reports filed with the Securities and Exchange Commission, including the risks

set forth in the Company's Annual Report on Form 10-K for the year ended December 31, 2009 as updated in the Quarterly Report on Form 10-Q for the period ended March 31, 2010.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit | Description                                                                                     |
|---------|-------------------------------------------------------------------------------------------------|
| 99.1    | Press release dated May 4, 2010 entitled Force Protection Announces 2010 First Quarter Results. |

**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: May 4, 2010

/s/ Michael Moody  
(Signature)

Name: Michael Moody  
Title: Chairman and Chief Executive Officer

**EXHIBIT INDEX**

| <b>Exhibit</b> | <b>Description</b>                                                                              |
|----------------|-------------------------------------------------------------------------------------------------|
| 99.1           | Press release dated May 4, 2010 entitled Force Protection Announces 2010 First Quarter Results. |