HP INC
Form 8-K
October 03, 2018

**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**

**October 3, 2018**

**Date of Report (Date of Earliest Event Reported)**

**HP Inc.**

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

| **DELAWARE** | **1-4423** | **94-1081436** |
|---|---|---|
| **(State or other jurisdiction of incorporation)** | **(Commission File Number)** | **(I.R.S. Employer Identification No.)** |

**1501 PAGE MILL ROAD,**

| **PALO ALTO, CA** | **94304** |
|---|---|
| **(Address of principal executive offices)** | **(Zip code)** |

**(650) 857-1501**

**(Registrant s telephone number, including area code)**

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))
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) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2).

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 7.01. Regulation FD Disclosure.**

On October 3, 2018, the Board of Directors (the Board ) of HP Inc. ( HP ) authorized an increase of approximately 15% in HP s planned quarterly cash dividend amount payable to holders of record of its outstanding common stock, commencing with the dividend for the first fiscal quarter of fiscal year 2019, which would result in a quarterly dividend of $0.1602 per share. Each future quarterly dividend must be declared by the Board out of legally available sources prior to payment.

On October 3, 2018, HP issued a press release entitled HP Inc. Announces Fiscal 2019 Financial Outlook , which discusses its 2018 Securities Analyst Meeting, during which HP provided a strategy update and financial outlook for its 2019 fiscal year. The text of the press release is furnished herewith as Exhibit 99.1. The slides presented at the 2018 Securities Analyst Meeting will be available for a period of one year thereafter at www.hp.com/investor/SAM2018.

The information reported in this report, including the press release attached as Exhibit 99.1, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended.

**Forward-looking statements**

This document contains forward-looking statements that involve risks, uncertainties and assumptions. If the risks or uncertainties ever materialize or the assumptions prove incorrect, the results of HP and its consolidated subsidiaries may differ materially from those expressed or implied by such forward-looking statements and assumptions. All statements other than statements of historical fact are statements that could be deemed forward-looking statements, including but not limited to any projections of net revenue, margins, expenses, effective tax rates, net earnings, net earnings per share, cash flows, benefit plan funding, deferred taxes, share repurchases, foreign currency exchange rates or other financial items; any projections of the amount, timing or impact of cost savings or restructuring and other charges; any statements of the plans, strategies and objectives of management for future operations, including, but not limited to, our sustainability goals, the execution of restructuring plans and any resulting cost savings, net revenue or profitability improvements; any statements concerning the expected development, performance, market share or competitive performance relating to products or services; any statements regarding current or future macroeconomic trends or events and the impact of those trends and events on HP and its financial performance; any statements regarding pending investigations, claims or disputes; any statements of expectation or belief; including with respect to the timing and expected benefits of acquisitions and other business combination and investment transactions; and any statements of assumptions underlying any of the foregoing. Risks, uncertainties and assumptions include the need to address the many challenges facing HP s businesses; the competitive pressures faced by HP s businesses; risks associated with executing HP s strategy; the impact of macroeconomic and geopolitical trends and events; the need to manage third-party suppliers and the distribution of HP s products and the delivery of HP s services effectively; the protection of HP s intellectual property assets, including intellectual property licensed from third parties; risks associated with HP s international operations; the development and transition of new products and services and the enhancement of existing products and services to meet customer needs and respond to emerging technological trends; the execution and performance of contracts by HP and its suppliers, customers, clients and partners; the hiring and retention of key employees; integration and other risks associated with business combination and investment transactions; the results of the restructuring plans, including estimates and assumptions related to the cost (including any possible disruption of HP s business) and the anticipated benefits of the restructuring plans; the impact of changes in tax laws, including uncertainties related to the

interpretation and application of the Tax Cuts and Jobs Act of 2017 on HP s tax obligations and effective tax rate; the resolution of pending investigations, claims and disputes; and other risks that are described in HP s Annual Report on Form 10-K for the fiscal year ended October 31, 2017 and HP s other filings with the Securities and Exchange Commission. HP assumes no obligation and does not intend to update these forward-looking statements.

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

| Exhibit Number | Description |
|---|---|
| **Exhibit 99.1** | HP Inc. News Release dated October 3, 2018, entitled HP Inc. Announces Fiscal 2019 Financial Outlook. |

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**HP Inc.**

DATE: October 3, 2018

By: /s/ Ruairidh Ross
Name: Ruairidh Ross
Title: Deputy General Counsel and Assistant Secretary