



Edgar Filing: QUEST DIAGNOSTICS INC - Form 8-K

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(c) On April 1, 2019, Michael J. Deppe was elected Vice President, Corporate Controller and Chief Accounting Officer and the Company's principal accounting officer.

Mr. Deppe, age 53, has served in various account and finance leadership roles since joining the Company in 1998. He served as Vice President, Finance - Enterprise Operations and IT from August 2015 to March 2019, Executive Director, Finance - Financial Planning and Analysis & Management Reporting from January 2013 to August 2015, and as Assistant Corporate Controller from February 2006 to December 2012. Mr. Deppe joined the Company after starting his career at PricewaterhouseCoopers.

In connection with Mr. Deppe's appointment, the Company will adjust his compensation arrangements, including increasing his base salary, bonus target percentage and the value of his annual equity award. As adjusted, Mr. Deppe's total direct compensation will, based on survey data, be in line with the median total direct compensation of corporate controllers at similarly sized U.S. companies.

In addition, in connection with Mr. Deppe's appointment, Mr. Deppe may be granted an equity award. Information regarding any equity award that may be granted to Mr. Deppe in connection with his appointment is not available at this time. The Company will amend this Current Report on Form 8-K to report any equity award granted to Mr. Deppe in connection with his appointment.

Mr. Deppe will not be an executive officer of the Company. Mr. Deppe is not party to any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. There are no family relationships between Mr. Deppe and any director or executive officer of the Company. There are no arrangements or understandings between Mr. Deppe and any person, including any officer or director of the Company, pursuant to which Mr. Deppe was selected to serve as Controller and Chief Accounting Officer.

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.

April 1, 2019

QUEST DIAGNOSTICS INCORPORATED

By: /s/ William J. O'Shaughnessy, Jr.  
William J. O'Shaughnessy, Jr.  
Deputy General Counsel and Secretary