

VALSPAR CORP  
Form 8-K  
March 21, 2017

**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): March 20, 2017**

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

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

**1-3011**  
**(Commission)**

**36-2443580**  
**(I.R.S. Employer)**

**File Number)**

**Identification No.)**

**1101 South 3rd Street, Minneapolis, Minnesota**  
**(Address of principal executive offices)**

**55415**  
**(Zip Code)**

**Registrant's telephone number, including area code: (612) 851-7000**

**Not Applicable**

**(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 Instructions 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))

**Item 8.01. Other Events.**

On March 20, 2017, The Valspar Corporation ( Valspar ) and The Sherwin-Williams Company ( Sherwin-Williams ), in accordance with the Agreement and Plan of Merger, dated as of March 19, 2016, by and among Valspar, Sherwin-Williams and Viking Merger Sub, Inc. (the Merger Agreement ), extended the outside date of the Merger Agreement from March 21, 2017 to June 21, 2017.

Valspar and Sherwin-Williams issued a press release announcing the extension, a copy of which is attached as Exhibit 99.1 hereto and is incorporated by reference herein.

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

(d) Exhibits.

| <b>Exhibit No.</b> | <b>Description of Exhibit</b>        |
|--------------------|--------------------------------------|
| 99.1               | Press Release, dated March 21, 2017. |

**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.

**THE VALSPAR CORPORATION**

/s/ Tyler N. Treat

Name: Tyler N. Treat

Title: Vice President and Treasurer

Dated: March 21, 2017

**EXHIBIT INDEX**

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|--------------------|--------------------------------------|
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