

**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): **June 25, 2018**

Shiloh Industries, Inc.
(Exact Name of Registrant as Specified in Charter)

Delaware	0-21964	51-0347683
(State of Other Jurisdiction of Incorporation)	(Commission File No.)	(I.R.S. Employer Identification No.)

880 Steel Drive, Valley City, Ohio 44280
(Address of Principal Executive Offices) (Zip Code)

(Registrant's telephone number, including area code)
(330) 558-2600

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))

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

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

(a)

Pursuant to action taken by the Board of Directors (the “Board”) of Shiloh Industries, Inc., a Delaware corporation (the “Company”) on June 25, 2018, the Company is announcing the appointment of Lillian Etkorn (“Etkorn”) as Senior Vice President and Chief Financial Officer of the Company. Etkorn’s employment with the Company is expected to begin no later than July 23, 2018. A copy of the Company’s press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Etkorn, 49, was employed as Chief Financial Officer of CPI Card Group from January 2017 to July 2018. Prior to that, Etkorn was the Vice President, Treasurer of Dana Incorporated from September 2011 through January 2017, which followed a 19-year career in various financial roles at Ford Motor Company, including Controller for Ford’s Truck, SUV, and Commercial Vehicle product lines. Etkorn received her B.S. from Eastern Michigan University and MBA from the University of Michigan.

There was no understanding or arrangement between Etkorn and any other person pursuant to which Etkorn was selected as an officer. There are no family relationships between Etkorn and any member of the Board or executive officer of the Company, and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Recently, the Company and Etkorn entered into a written agreement concerning Etkorn’s employment with the Company (the “Employment Agreement”). The Employment Agreement provides that Etkorn will receive (i) a \$410,000 annual base salary (“Base Salary”), (ii) eligibility to participate in the Company’s Management Incentive Plan (“MIP”), which shall provide an annual bonus opportunity of not less than 50% of Etkorn’s Base Salary, subject to terms and conditions of the MIP (“Annual Bonus”), (iii) a one-time grant of restricted common stock of the Company worth \$250,000, vesting over a three-year period, pursuant to the Company’s 2016 Equity and Incentive Compensation Plan, and (iv) an \$80,000 signing bonus paid to Etkorn after thirty (30) days of employment with the Company, subject to repayment in certain circumstances. Etkorn will also receive other perquisites, such as an automobile allowance and certain other benefits made available to senior executive officers.

Etkorn’s employment is at-will. In the event of a termination by the Company without Cause or by Etkorn with Good Reason, each as defined in the Employment Agreement, the Company will pay to Etkorn (i) a severance payment in an amount equal to 1x Etkorn’s then-current Base Salary, payable in installments during the twelve (12) months immediately following the date of termination and (ii) any earned but unpaid Annual Bonus for the fiscal year immediately preceding the fiscal year of termination.

Etkorn is subject to confidentiality, non-competition and non-solicitation obligations during and after termination of employment with the Company.

A copy of the Employment Agreement will be filed as an exhibit to the Company’s next Form 10-Q and incorporated herein by reference. The above description of the material terms of the Employment Agreement is qualified in its entirety by reference to such exhibit.

(b)

On June 25, 2018, Jay W. Potter, the Chief Financial Officer of the Company, left the employ of the Company.

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

(d) Exhibits

[99.1](#)

Company Press Release, dated June 25, 2018

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.

SHILOH INDUSTRIES, INC.

By: /s/ Ramzi Hermiz
Name: Ramzi Hermiz
Title: Chief Executive Officer

Date: June 25, 2018



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SHILOH INDUSTRIES ANNOUNCES TRANSITION OF CHIEF FINANCIAL OFFICER

Lillian Etkorn to join company as senior vice president and CFO

VALLEY CITY, OH, June 25, 2018 (GLOBE NEWSWIRE) - Shiloh Industries, Inc. (NASDAQ: SHLO), a leading global supplier of lightweighting, noise and vibration solutions, today announced Lillian Etkorn will join the company's executive leadership team as senior vice president and chief financial officer. Etkorn succeeds W. Jay Potter who will be leaving the company.

Potter joined Shiloh in 2015 to help harmonize the company's operations after multiple acquisitions. "Jay helped strengthen our corporate infrastructure, creating a solid foundation on which we can continue to build and refine," said Ramzi Hermiz, president and chief executive officer. "We appreciate everything he has accomplished for Shiloh and wish him well in his future endeavors."

Etkorn will join Shiloh from CPI Card Group in Denver, Colorado where she serves as chief financial officer. She has extensive automotive experience, having held several senior financial positions with both Dana Incorporated and Ford Motor Company.

"With nearly 30 years of financial experience, Lillian has a proven record implementing sound financial strategies and resolving complex business issues in the automotive industry," said Hermiz. "As Shiloh continues to expand globally and our business increases in complexity, Lillian's strong leadership skills and financial acumen will continue to move the company forward."

"We are excited to bring Lillian back to her automotive roots in Detroit," Hermiz continued, "and for her to join us as we continue our mission of creating innovative solutions for sustainable mobility and a safer, healthier environment."

About Shiloh Industries:

Shiloh Industries, Inc. (NASDAQ:SHLO) is a global innovative solutions provider focusing on lightweighting technologies that provide environmental and safety benefits to the mobility market. The Company designs and manufactures products within body structure, chassis and propulsion systems.

Shiloh's multi-component, multi-material solutions are comprised of a variety of alloys in aluminum, magnesium and steel grades, along with its proprietary line of noise and vibration reducing ShilohCore acoustic laminate products. The strategic BlankLight®, CastLight® and StampLight® brands combine to maximize lightweighting solutions without compromising safety or performance.

The company has over 4,200 dedicated employees with operations, sales and technical centers throughout Asia, Europe and North America.