

KEY TECHNOLOGY INC  
Form 8-K  
March 24, 2015

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 19, 2015

KEY TECHNOLOGY, INC.  
(Exact name of registrant as specified in its charter)

|   |                          |                                      |
|---|--------------------------|--------------------------------------|
| OREGON  | 0-21820                  | 93-0822509                           |
| (State or other jurisdiction<br>of incorporation) | (Commission File Number) | (IRS Employer<br>Identification No.) |

150 Avery Street  
Walla Walla, Washington 99362  
(Address of principal executive offices) (Zip Code)

(509) 529-2161  
(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 (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))

SECTION 1 Registrant's Business and Operations

ITEM 1.01 Entry into a Material Definitive Agreement.

The information set forth in Item 2.03 below regarding new financial obligations is incorporated by reference into this Item 1.01.

SECTION 2 Financial Information

ITEM 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant.

On March 19, 2015, Key Technology, Inc. (the "Company") entered into Amendment No. 7 to Loan Agreement with Bank of America, N.A., its principal domestic bank (the "Bank"). Amendment No. 7 to Loan Agreement amended the prior Loan Agreement between the Company and the Bank, originally entered into in 2008, to, among other things, (i) reduce the revolving line of credit to \$7.5 million based upon a borrowing base of eligible accounts receivable and inventory, (ii) change the interest rate, at the Company's option, for both the Bank's prime rate or the London Interbank Offered Rate ("LIBOR") options, and (iii) modify the financial and reporting covenants. Based upon the Company's achievement of a specified financial ratio, the Company's prime rate option will be the Bank's prime rate plus 1.25%, 1.50% or 1.75% per annum. The Company's LIBOR option will be either LIBOR plus 2.75%, 3.00% or 3.25% per annum. The revolving line of credit remains available until March 31, 2016. There are currently no amounts outstanding under the credit facility. A copy of Amendment No. 7 to Loan Agreement is filed as Exhibit 10.1 hereto and is incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibit

The following exhibit is filed with this Current Report on Form 8-K:

- 10.1 Amendment No. 7 to Loan Agreement between Key Technology, Inc. and Bank of America, N.A., effective March 19, 2015

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.

KEY TECHNOLOGY, INC.

/s/ Jeffrey T. Siegal  
Jeffrey T. Siegal  
Vice President and Chief Financial Officer

Dated: March 24, 2015

---

EXHIBIT INDEX

| Exhibit No. | Description  |
|-------------|--|
| 10.1        | Amendment No. 7 to Loan Agreement between Key Technology, Inc. and Bank of America, N.A., effective March 19, 2015 |