

Dorman Products, Inc.  
Form 8-K  
March 18, 2013

**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 15, 2013

**DORMAN PRODUCTS, INC.**

(Exact name of registrant as specified in its charter)

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

**000-18914**  
(Commission  
File Number)

**23-2078856**  
(I.R.S. Employer  
Identification No.)

Edgar Filing: Dorman Products, Inc. - Form 8-K

**3400 East Walnut Street, Colmar, Pennsylvania**  
(Address of principal executive offices)

**18915**  
(Zip Code)

**Registrant's telephone number, including area code: (215) 997-1800**

N/A

**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:

- 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 15, 2013, Steven L. Berman, Chairman and Chief Executive Officer of Dorman Products, Inc. (the Company), in his capacity as trustee of certain family trusts, entered into several Rule 10b5-1 trading plans (the Plans) with a broker to manage the sale of up to 320,742 shares of the Company's common stock, subject to the terms and conditions of the Plans. The Plans will expire on March 20, 2014, unless renewed, extended, or terminated earlier by Mr. Berman.

Mr. Berman will have no control over the timing of stock sales under the Plans, thereby allowing trades to occur exempt from blackout periods prescribed by the Company's Insider Trading Policy.

The Plan is intended to satisfy the affirmative defense conditions of Rule 10b5-1 of the Securities Exchange Act of 1934. Rule 10b5-1 allows corporate insiders to establish prearranged written stock plans. A Rule 10b5-1 plan must be entered into in good faith at a time when the insider is not aware of material, nonpublic information.

The Plans have been entered into solely for estate planning and diversification purposes. Mr. Berman has stated that the Plans are designed to monetize the equity position each trust holds in the Company in a systematic, nondiscretionary manner with the goal of minimal market impact and compliance with regulations adopted by the Securities and Exchange Commission.

**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.

DORMAN PRODUCTS, INC.

Date: March 18, 2013

By: /s/ Matthew Kohnke  
Name: Matthew Kohnke  
Title: Chief Financial Officer