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o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

On March 13, 2017, Groupon, Inc. (the “Company”) announced that its Board of Directors (the “Board”) elected Joseph Levin as an independent director of the Company and increased the size of the Board from nine to ten directors. There are no arrangements or understandings pursuant to which Mr. Levin was elected to the Board. Since the beginning of the last fiscal year, there have been no related party transactions between the Company and Mr. Levin that would be reportable under Item 404(a) of Regulation S-K.

The press release announcing the matters described above is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits:

Exhibit No.	Description
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99.1	Press release, dated March 13, 2017.
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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.

GROUPON, INC.

Dated: March 13, 2017 By: /s/ Michael Randolfi  
Name: Michael Randolfi  
Title: Chief Financial Officer



Exhibit Index

Exhibit No. Description

99.1 Press release, dated March 13, 2017.