

**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): **August 13, 2015**

**SPX CORPORATION**

(Exact name of registrant as specified in its charter)

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

**1-6948**  
(Commission File Number)

**38-1016240**  
(IRS Employer  
Identification No.)

**13320 Ballantyne Corporate Place  
Charlotte, North Carolina 28277**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(704) 752-4400**

**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 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))

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

On August 13, 2015, the Board of Directors (the "Board") of SPX Corporation (the "Company") elected each of Patrick J. O'Leary, Gene Lowe, Rick D. Puckett, and Tana L. Utley as directors of the Company, in each case contingent on and effective upon completion of the Company's previously announced spin-off of SPX FLOW, Inc., which is expected to be completed near the end of the Company's third quarter of 2015.

Also contingent on and effective upon completion of the spin-off, the Board appointed:

- Mr. O'Leary as Chairman of the Board;
- Mr. Puckett as a member of each of the Compensation Committee, Nominating and Governance Committee, and Audit Committee and as the Chair of the Audit Committee; and
- Ms. Utley as a member of the Audit Committee.

Also contingent on and effective upon completion of the spin-off, Mr. Kearney, current Chairman, President and CEO of the Company, has agreed to step down from those roles, yet will remain a director of the Company following the spin-off.

For 2015, each new director will receive a the annual cash retainer and relevant Board and Committee Chair fees, pro-rated for his or her period of service beginning as of the date they become a director of the Company. In addition, each will receive restricted stock of the Company with an annualized value of \$130,000, pro-rated for service until the first Annual Meeting of Stockholders following the time they become a director of the Company. Director compensation for the Company following the spin-off will be as set forth below:

Time-Vested Restricted Stock Annual Grant:	\$	130,000
Annual Cash Retainer:	\$	75,000
Additional Fees:		
Chairman of the Board:	\$	125,000
Audit Committee Chair:	\$	20,000

Compensation Committee Chair:	\$	15,000
Nominating and Governance Committee Chair:	\$	10,000

In addition, on August 13, 2015, each of Anne K. Altman, Patrick D. Campbell, Emerson U. Fullwood, Robert F. Hull, Jr., Terry S. Lisenby, and David V. Singer, informed the Company of their resignation from the Board, contingent on and effective upon completion of the spin-off, and Michael J. Mancuso, informed the Company that he plans to retire from the Board as of the effective date of the spin-off.

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

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release issued August 17, 2015

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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.

SPX CORPORATION

Date: August 17, 2015

By: /s/ Stephen A. Tisoris  
 Stephen A. Tisoris  
 Vice President, Secretary  
 and General Counsel

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EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release issued August 17, 2015

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**SPX Announces Board Members for SPX Corporation and SPX FLOW, Inc.**

- **Patrick O’Leary Elected to Serve as Chairman of Board for SPX Corporation**
- **Chris Kearney Elected to Serve as Chairman of Board for SPX FLOW, Inc.**
- **Spin-Off of SPX FLOW, Inc. Expected to be Completed Near the End of Q3 2015**

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**CHARLOTTE, NC — August 14, 2015** — SPX Corporation (NYSE:SPW) today announced members of the Boards of Directors for both future companies, SPX Corporation and SPX FLOW, Inc., effective upon completion of the previously announced spin-off of SPX FLOW, Inc., which is expected to be completed near the end of Q3 2015.

Chris Kearney, Chairman, President and CEO of SPX said, “Today’s announcement marks another significant milestone towards the successful completion of our separation into two, independent publicly traded companies. We are very pleased to have assembled a strong Board of Directors for both future companies, comprised of exceptional leaders with proven track records of execution and diverse professional backgrounds.”

The Company also announced today that Michael Mancuso, who has served on the SPX Corporation Board since 2004, has informed the Company that he plans to retire as a director of the Company as of the effective date of the spin-off.

Contingent upon, and effective as of the completion of the spin-off, the Board of Directors for both future companies has been appointed as follows:

**SPX Corporation:**

- Patrick J. O’Leary, the former Executive Vice President and Chief Financial Officer of SPX Corporation who retired in August 2012, has been elected to serve as Chairman of the Board of Directors for SPX Corporation.
- Christopher J. Kearney, who is currently Chairman, President and CEO of SPX Corporation, has announced his intent to step down from that role, yet will remain a board member of SPX Corporation and also serve as Chairman, President and CEO of SPX FLOW, Inc. upon completion of the spin-off.
- Gene Lowe, who is currently the President of SPX’s Thermal Equipment and Services segment and will serve as President and CEO of SPX Corporation upon completion of the spin-off.
- Rick D. Puckett, Executive Vice President, Chief Financial Officer and Chief Administrative Officer of Snyder’s Lance Inc.
- Tana L. Utley, Vice President of the Large Power Systems Division at Caterpillar Inc.

Two additional members are expected to be appointed to the SPX Corporation Board of Directors within the coming weeks and prior to the effective date of the spin-off.

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**SPX FLOW, Inc.:**

- Christopher J. Kearney, will assume the role of Chairman of the Board of Directors for SPX FLOW, Inc.
- Anne K. Altman, General Manager, U.S. Federal and Government Industries at IBM
- Patrick D. Campbell, retired Senior Vice President and Chief Financial Officer of 3M Company
- Emerson U. Fullwood, retired Corporate Vice President of Xerox Corporation
- Robert F. Hull, Chief Financial Officer of Lowe’s Companies, Inc.
- Terry S. Lisenby, retired Chief Financial Officer, Treasurer and Executive Vice President of Nucor Corporation
- David V. Singer, retired Chief Executive Officer of Snyder’s-Lance, Inc.

**About the “NEW” SPX Corporation (remaining company):** Based in Charlotte, North Carolina, following the spinoff of its FLOW business, the “NEW” SPX Corporation will be a leading supplier of highly engineered HVAC products, detection and measurement technologies and power equipment. The “NEW” SPX Corporation is expected to have approximately \$2 billion in annual revenues and approximately 6,000 employees worldwide. Following the spinoff of its FLOW business, SPX Corporation will be listed on the New York Stock Exchange under a new ticker symbol, “SPXC”. For more information, please visit [www.spx.com](http://www.spx.com).

**About SPX FLOW, Inc. (spinoff company):** Based in Charlotte, North Carolina, SPX FLOW, Inc. is a leading global supplier of highly engineered flow components, process equipment and turn-key systems, along with the related aftermarket parts and services, into the food and beverage, power and energy and industrial end markets. SPX FLOW, Inc. is expected to have approximately \$2.5 billion in annual revenues and approximately 8,000 employees with operations in over 35 countries and sales in over 150 countries around the world. Following the spinoff, SPX FLOW, Inc. will be listed on the New York Stock Exchange under the ticker symbol “FLOW”. For more information and the most recent Form 10 filing, please visit [www.spx.com](http://www.spx.com).

Certain statements in this press release are forward-looking statements within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, and are subject to the safe harbor created thereby. Please read this press release in conjunction with the company’s documents filed with the Securities and Exchange Commission, including the company’s annual reports on Form 10-K, and any amendments thereto, and quarterly reports on Form 10-Q. These filings identify important risk factors and other uncertainties that could cause actual results to differ from those contained in the forward-looking statements. Actual results may differ materially from these statements. The words “believe”, “expect”, “anticipate”, “project” and similar expressions identify forward-looking statements. Although the company believes that the expectations reflected in its forward-looking statements are reasonable, it can give no assurance that such expectations will prove to be correct. Statements in this press release speak only as of the date of this press release, and SPX disclaims any responsibility to update or revise such statements.

**Contact:**

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