
**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): October 16, 2019 (October 14, 2019)

BUILDERS FIRSTSOURCE, INC.
(Exact Name of Registrant as Specified in its Charter)

0-51357
(Commission
File Number)

Delaware
(State or Other Jurisdiction
of Incorporation)

52-2084569
(IRS Employer
Identification No.)

2001 Bryan Street, Suite 1600, Dallas, Texas 75201
(Address of Principal Executive Offices)

(214) 880-3500
(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:

- ☐ 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. ☐

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of Each Class</u>	<u>Trading Symbol(s)</u>	<u>Name of Each Exchange on Which Registered</u>
Common stock, par value \$0.01 per share	BLDR	NASDAQ Stock Market LLC

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

On October 14, 2019, the Board of Directors (the “Board”) of Builders FirstSource, Inc. (the “Corporation”) appointed William Bradley Hayes to fill the vacancy on the Board created by Robert Griffin’s retirement. The Board also appointed Mr. Hayes to be the Chair of the Audit Committee. The Board affirmatively determined that he qualifies as an independent director.

Mr. Hayes served as Executive Vice President, Chief Financial Officer, and Treasurer of Laboratory Corporation of America Holdings (“LabCorp”) from June 2005 until his retirement in June 2014. He was Senior Vice President, Investor Relations for LabCorp from June 2004 to June 2005. Mr. Hayes joined LabCorp in September 1996 and was responsible for the day-to-day operations of the revenue cycle function. Prior to joining LabCorp, Mr. Hayes was in the audit department at KPMG for nine years.

Since June 2018, Mr. Hayes has served on the Board of Directors of Intec Pharma LTD. and as the Chair of the Audit Committee. Mr. Hayes previously served on the Board of Directors of Patheon, N.V. from July 2016 to April 2018 and was the Audit Committee Chair. Patheon was acquired by Thermo Fisher Scientific Inc. in late 2017. He also serves on the Board of Trustees at the University of North Carolina at Greensboro, the Board of Directors of the Piedmont Triad Chapter of the Juvenile Diabetes Research Foundation, the Board of Trustees at Greensboro Day School, and the Board of Trustees at Cone Health. Mr. Hayes holds a Bachelor of Science in Accounting from the University of North Carolina at Greensboro and is a Certified Public Accountant.

Mr. Hayes is not a party to any transaction with the Corporation that would require disclosure under Item 404(a) of Regulation S-K. There are no arrangements or understandings between Mr. Hayes and any other persons pursuant to which Mr. Hayes was selected as a director.

Under the Corporation’s Amended and Restated Director Compensation Policy (the “Policy”), eligible directors receive an annual cash retainer of \$85,000 and an annual grant of restricted stock units with a value of \$130,000. The Chair of the Audit Committee also receives a fee of \$30,000 per year. As an eligible director, Mr. Hayes will receive compensation under the Policy. On the date of his appointment, pursuant to the Policy, he received a pro-rated grant of 3,833 restricted stock units that will vest on the first anniversary of the grant date, and he will receive a pro-rated quarterly payment of the cash fees. Mr. Hayes is covered by an indemnification agreement under which the Corporation has agreed to indemnify him against certain costs and liabilities that may arise from his service as a director of the Corporation.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is filed as part of this report:

Exhibit No.	Description of Exhibit
99.1.	News release issued on October 16, 2019 reporting the addition of William Bradley Hayes to the Corporation’s Board of Directors
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

BUILDERS FIRSTSOURCE, INC.

Dated: October 16, 2019

By: /s/ Donald F. McAleenan

Name: Donald F. McAleenan

Title: Senior Vice President, General Counsel and Secretary

Builders FirstSource Adds William Bradley Hayes to its Board of Directors

October 16, 2019 (Dallas, TX) – **Builders FirstSource, Inc. (Nasdaq: BLDR)** today announced the appointment of William Bradley Hayes (Brad) to its Board of Directors and as Chair of the Audit Committee. Mr. Hayes was formerly Chief Financial Officer of Laboratory Corporation of America Holdings (LabCorp), a leading global life sciences company.

“We are especially pleased that Brad will be joining the Builders FirstSource Board of Directors,” stated Paul Levy, Chairman of the Board. “Brad has extensive financial and business expertise. His knowledge and insights in transforming a complex global business will make a significant contribution to Builders FirstSource.”

Mr. Hayes served as Executive Vice President, Chief Financial Officer and Treasurer of LabCorp from 2005 until his retirement in 2014. He joined LabCorp in 1996, where he was responsible for the day-to-day operations of the revenue cycle function. He later served as Senior Vice President, Investor Relations. Prior to LabCorp, Mr. Hayes was at KPMG for nine years in the audit department.

Since June 2018, Mr. Hayes has served on the Board of Directors of Intec Pharma and as the chair of their audit committee. Mr. Hayes previously served on the Board of Directors for Patheon N.V. and was the Audit Committee Chair. He also serves on the Board of Trustees at the University of North Carolina at Greensboro and the Board of Directors of the Piedmont Triad Chapter of the Juvenile Diabetes Research Foundation. Mr. Hayes holds a Bachelor of Science in Accounting from the University of North Carolina at Greensboro and is a Certified Public Accountant.

About Builders FirstSource

Headquartered in Dallas, Texas, Builders FirstSource is the largest U.S. supplier of building products, prefabricated components, and value-added services to the professional market segment for new residential construction and repair and remodeling. We provide customers an integrated homebuilding solution, offering manufacturing, supply, delivery and installation of a full range of structural and related building products. We operate in 40 states with approximately 400 locations and have a market presence in 77 of the top 100 Metropolitan Statistical Areas, providing geographic diversity and balanced end market exposure. We service customers from strategically located distribution and manufacturing facilities (certain of which are co-located) that produce value-added products such as roof and floor trusses, wall panels, stairs, vinyl windows, custom millwork and pre-hung doors. Builders FirstSource also distributes dimensional lumber and lumber sheet goods, millwork, windows, interior and exterior doors, and other building products. For more information about Builders FirstSource, visit the Company's website at www.blldr.com.

Contact:

Binit Sanghvi
Investor Relations
Builders FirstSource, Inc.
(214) 765-3804

Source: Builders FirstSource, Inc.