UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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): April 6, 2020



TrueBlue, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Washington (State or Other Jurisdiction of Incorporation)

001-14543 (Commission File Number) 91-1287341 (IRS Employer Identification No.)

1015 A Street, Tacoma, Washington 98402 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (253) 383-9101

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 filing obligation of the registrant under any of the following provisions kee | | | | |
|----------------------------------|--|--|--|--|--|
| General Instruction A.2. below): | | | | | |
| | Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425) | | | | |
| | | | | | |

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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

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

Title of each class

Common stock, no par value

Trading Symbol(s)

TBI

Name of each exchange on which registered New York Stock Exchange

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 \square |
|--|
| 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. |
| |
| |
| |
| |

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

On April 7, 2020, TrueBlue, Inc. (the "Company") announced that James E. Defebaugh, Executive Vice President, Chief Legal Officer and Secretary, decided to retire and his employment with the Company will end on July 1, 2020. In addition to the accelerated vesting of certain restricted shares and continued vesting of performance share units as set forth in his employment agreements and described in more detail in the Company's 2020 Proxy Statement under the heading "Compensation Discussion and Analysis," Mr. Defebaugh will received continued severance payments for 15 months after his employment and COBRA health benefits paid by the company for 12 months after his employment has terminated.

Mr. Defebaugh will be succeeded by Garrett Ferencz, who has served as the Company's Senior Vice President and General Counsel since January 2020. Mr. Ferencz joined the company in 2007.

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. | | | | | |
|---|---------------|-----------------------------|------------------------|--|--|
| | | TRUEBLUE, INC. (Registrant) | | | |
| Date: | April 8, 2020 | Ву: | /s/ James E. Defebaugh | | |
| | | | James E. Defebaugh | | |

Executive Vice President, General Counsel & Secretary