

KEY TECHNOLOGY INC  
Form 8-K  
November 17, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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): November 17, 2017

KEY TECHNOLOGY, INC.  
(Exact name of registrant as specified in its charter)  
OREGON 0-21820 93-0822509  
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

150 Avery Street  
Walla Walla, Washington 99362  
(Address of principal executive offices) (Zip Code)

(509) 529-2161  
(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 (see General Instruction A.2. below):

- ☐ 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 under the Securities Act (17 CFR §230.405) or Rule 12b-2 under the Exchange Act (17 CFR §240.12b-2). ☐

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. ☐

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ITEM.  
Material Modification to Rights of Security Holders  
3.03.

The Shareholder Rights Agreement (the "Rights Agreement"), dated as of November 13, 2007, as amended, between Key Technology, Inc. (the "Company") and American Stock Transfer & Trust Company as Rights Agent, and all preferred stock purchase rights associated with the outstanding shares of the Company's common stock, no par value, expired by their respective terms as of the close of business on November 13, 2017. Accordingly, the Rights Agreement is of no further force or effect.

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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.

KEY TECHNOLOGY, INC.

/s/ Jeffrey T. Siegal  
Jeffrey T. Siegal  
Senior Vice President and Chief Financial  
Officer

Dated: November 17, 2017