

JACK IN THE BOX INC /NEW/  
Form 8-K  
October 26, 2018

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 25, 2018

JACK IN THE BOX INC.  
(Exact name of registrant as specified in its charter)

|   |  |                         |
|---|--|-------------------------|
| DELAWARE  | 1-9390                                       | 95-2698708              |
| (State or other jurisdiction<br>of incorporation) | (Commission File (I.R.S. Employer<br>Number) | (Identification Number) |

9330 BALBOA AVENUE, SAN DIEGO, CA 92123  
(Address of principal executive offices) (Zip Code)

(858) 571-2121  
(Registrant's telephone number, including area code)

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K 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)

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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.

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Item 1.01 Entry into a Material Definitive Agreement.

On October 25, 2018, Jack in the Box Inc. (the “Company”) entered into a confidentiality and standstill letter agreement (the “Agreement”) with JANA Partners LLC (“JANA”). Under the Agreement, JANA agreed to maintain the confidentiality of certain business information to be furnished by the Company to JANA and to abide by customary standstill obligations, subject to certain exceptions. The confidentiality and standstill obligations under the Agreement expire on December 14, 2018, unless earlier terminated as described in the Agreement.

The foregoing description of the Agreement does not purport to be complete and is qualified in its entirety by reference to the Agreement, a copy of which is attached as Exhibit 10.1 to this Current Report on Form 8-K and incorporated into this Item 1.01 by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Title  |
|-------------|--|
| <u>10.1</u> | <u>Agreement, dated as of October 25, 2018, between Jack in the Box Inc. and JANA Partners LLC</u> |

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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.

JACK IN THE BOX INC.

By: /s/ LANCE TUCKER

Lance Tucker  
Executive Vice President  
Chief Financial Officer  
(Principal Financial Officer)  
(Duly Authorized Signatory)  
Date: October 25, 2018