
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) June 21, 2019

AXALTA COATING SYSTEMS LTD.

(Exact name of registrant as specified in its charter)

Bermuda
(State or other jurisdiction
of incorporation)

001-36733
(Commission
File Number)

98-1073028
(IRS Employer
Identification No.)

Two Commerce Square, 2001 Market Street, Suite 3600, Philadelphia, Pennsylvania 19103
(Address of principal executive offices) (Zip Code)

(855) 547-1461
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 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))

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

Common Shares, \$1.00 par value
(Title of class)

AXTA
(Trading symbol)

New York Stock Exchange
(Exchange on which registered)

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. ☐

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

On June 21, 2019, Charles Shaver notified the board of directors (the “Board of Directors”) of Axalta Coating Systems Ltd. (the “Company”) of his resignation as the Chairman and as a member of the Board of Directors to focus on other professional commitments, effective June 30, 2019. Mr. Shaver had no disagreements with the Company on any matter relating to the Company’s operations, policies or practices. The Board of Directors has appointed current Independent Presiding Director Mark Garrett as its new Chairman, effective June 30, 2019.

Item 7.01. Regulation FD Disclosure.

On June 24, 2019, the Company issued a press release announcing the changes on the Board of Directors as described in Item 5.02 above. A copy of the Company’s press release is furnished hereto as Exhibit 99.1 and is incorporated herein by reference.

The information in this Item 7.01, including Exhibit 99.1 hereto, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, and shall not be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release dated June 24, 2019

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.

AXALTA COATING SYSTEMS LTD.

Date: June 24, 2019

By: /s/ Sean M. Lannon

Sean M. Lannon

Senior Vice President and Chief Financial Officer

News Release

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AXALTA ANNOUNCES BOARD CHANGES

PHILADELPHIA, PA, June 24, 2019 - Axalta Coating Systems Ltd. (NYSE: AXTA), a leading global supplier of liquid and powder coatings, today announced that Charlie Shaver has resigned as Chairman of its Board of Directors, effective June 30, 2019, to focus on other professional commitments. The Board of Directors has appointed current Independent Presiding Director Mark Garrett as its new Chairman. Mr. Garrett also serves as Chairman of Axalta's Strategic Review Committee.

"I am honored to have served as Axalta's Chairman over the past six years and proud of all the Company has accomplished," said Mr. Shaver. "Axalta's tremendous progress in recent years has enabled the Company to review a range of strategic alternatives from a position of strength, which I strongly believe is the best course of action for Axalta and its shareholders, customers and employees. With the review underway, now is the right time to make this important transition at the Board level. I look forward to watching the next great chapter in Axalta's journey under the exemplary leadership of Mark and Robert Bryant."

"On behalf of the Board, I would like to thank Charlie for the many contributions he has made to Axalta over the past six years, both in the boardroom and as CEO," said Mr. Garrett. "Charlie has played an instrumental role in positioning Axalta for the future by solidifying its market leadership and building a strong foundation for growth. I am honored by the opportunity to build on Axalta's rich history and oversee a comprehensive review of strategic alternatives to maximize value for shareholders."

"I have enjoyed working with Charlie and wish him all the best in the future," said Robert W. Bryant, Axalta's Chief Executive Officer. "I look forward to working closely with Mark and the rest of the Board through the strategic review process and beyond to maximize value for Axalta shareholders."

About Axalta

Axalta is a leading global company focused solely on coatings and providing customers with innovative, colorful, beautiful and sustainable solutions. From refinish applications to light vehicles, commercial vehicles and to electric motors, buildings and pipelines, our coatings are designed to prevent corrosion, increase productivity and enable the materials we coat to last longer. With more than 150 years of experience in the coatings industry, the approximately 14,000 people of Axalta continue to find ways to serve our more than 100,000 customers in 130 countries better every day with the finest coatings, application systems and technology. For more information, visit Axalta.com and follow us @ Axalta on Twitter and on LinkedIn.