

# SYNTHESIS ENERGY SYSTEMS INC

## **FORM 8-K** (Current report filing)

Filed 02/22/17 for the Period Ending 02/15/17

Address	THREE RIVERWAY, SUITE 300 HOUSTON, TX 77056
Telephone	713-579-0600
CIK	0001375063
Symbol	SYMX
SIC Code	2990 - Miscellaneous Products Of Petroleum And Coal
Industry	Renewable Energy Equipment & Services
Sector	Energy
Fiscal Year	06/30

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 Act of 1934

Date of Report (Date of earliest event reported): February 15, 2017

**Synthesis Energy Systems, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-33522**  
(Commission  
File Number)

**20-2110031**  
(I.R.S. Employer  
Identification No.)

**Three Riverway, Suite 300**  
**Houston, Texas**  
(Address of principal executive offices)

**77056**  
( Zip Code)

**(713) 579-0600**

(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 240.14-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.133-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement.**

On February 15, 2017, Synthesis Energy Systems, Inc. (the “Company”) entered into an amendment to its consulting agreement with Robert Rigdon, a director and the Company’s former Chief Executive Officer. Pursuant to the amendment, the term of the consulting agreement was extended for twelve months through February 15, 2018, and Mr. Rigdon will continue to receive a monthly fee of \$15,000 for his services through June 15, 2017, at which point his compensation reverts back to \$10,000 per month.

A copy of the consulting agreement and the prior amendment to the consulting agreement are incorporated by reference herein as Exhibits 10.1 and 10.2, respectively, and a copy of the new amendment is filed herewith as Exhibit 10.3.

**Item 9.01 Financial Statements and Exhibits.**

- 10.1 Consulting Agreement between the Company and Robert Rigdon dated effective February 15, 2016 (incorporated by reference to Exhibit 10.3 to the Company’s Current Report on Form 8-K filed on February 11, 2016).
- 10.2 Amendment to Consulting Agreement between the Company and Robert Rigdon dated October 2, 2016 (incorporated by reference to Exhibit 10.2 to the Company’s Current Report on Form 8-K filed on October 5, 2016).
- 10.3\* Amendment to Consulting Agreement between the Company and Robert Rigdon dated February 15, 2017.

\* Filed herewith.

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**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 thereunto duly authorized.

**Synthesis Energy Systems, Inc.**

Dated: February 22, 2017

/s/ DeLome Fair  
DeLome Fair  
President and Chief Executive Officer

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### **Exhibit Index**

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- 10.3\* Amendment to Consulting Agreement between the Company and Robert Rigdon dated February 15, 2017.

\* Filed herewith.

February 15, 2017

LEAP Development, LLC  
11410 Long Pine Drive  
Houston, Texas 77077

Re: Amendment of Consulting Agreement

Dear Robert:

This letter constitutes notice of the automatic twelve month extension and serves as an amendment, effective immediately, to the consulting agreement between you and Synthesis Energy Systems, Inc. (the "Company") dated effective February 15, 2016 (the "Consulting Agreement"). The compensation to be paid to you for Ongoing Services (as defined in the Consulting Agreement) shall be increased to \$15,000 per month until June 15, 2017, or subject to the termination provisions in Section 2 of the Consulting Agreement, whichever occurs first.

This letter does not affect any other terms of the Consulting Agreement. If you have any questions regarding this matter, please let me know.

Regards,

/s/ DeLome Fair  
DeLome Fair  
President and Chief Executive Officer  
Synthesis Energy Systems, Inc.

Acknowledged and Agreed on February 15, 2017

/s/ Robert Rigdon  
Robert Rigdon  
LEAP Development, LLC  
Managing Member