

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

September 20, 2020

Date of Report (Date of earliest event reported)

TELOS CORPORATION

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction
of incorporation)

001-08443

(Commission
File Number)

52-0880974

(IRS Employer
Identification No.)

19886 Ashburn Road, Ashburn, Virginia

(Address of principle executive offices)

20147-2358

(Zip Code)

(703) 724-3800

(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:

- 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: None

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 September 20, 2020, Lieutenant General Charles S. Mahan, Jr. (USA, Ret.) informed the Company that he is resigning from the Board of Directors of the Company (the “Board”), effective September 21, 2020. Lt. Gen. Mahan’s departure is not due to a disagreement with the Company, the Board, or management on any matter relating to the Company’s operations, policies, or practices. On September 21, 2020, the Board appointed Ms. Bonnie Carroll to the Board to serve until the next annual meeting of the stockholders of the Company.

A copy of the press release announcing Lt. Gen. Mahan’s departure and Ms. Carroll’s appointment is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 [Press release, dated September 24, 2020, announcing the resignation of Lt. Gen. Mahan and the appointment of Ms. Carroll.](#)

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.

Date: September 24, 2020

TELOS CORPORATION

By: /s/ Michele Nakazawa

Michele Nakazawa
Chief Financial Officer



Telos Corporation Welcomes TAPS Founder and President Bonnie Carroll to its Board of Directors

Presidential Medal of Freedom recipient to provide strategic guidance to cybersecurity company

Ashburn, VA – September 24, 2020 – Telos® Corporation, a leading provider of cyber, cloud and enterprise security solutions for the world’s most security-conscious organizations, today announced that it has added Bonnie Carroll, President and Founder of the Tragedy Assistance Program for Survivors (TAPS) to its Board of Directors.

“I’ve been privileged to work alongside Bonnie through my involvement with TAPS and have witnessed firsthand her passion for helping others, a drive that has shown no sign of slowing over the years,” said John B. Wood, CEO and chairman, Telos. “We’re beyond honored to welcome Bonnie to our board, where her fearless leadership will prove invaluable to our future success.”

A recipient of the Presidential Medal of Freedom, Carroll is a military veteran and a former staffer in the Reagan and Bush Administrations. Following the death of her husband, Army Brig. Gen. Tom Carroll in 1992, she founded TAPS, the leading national military service organization that provides compassionate care, casework assistance, and emotional support for all those impacted by the death of a military loved one.

Carroll served in Baghdad, Iraq, as the Deputy Senior Advisor for Programs in the Ministry of Communications, where she managed the execution of a quarter-billion dollars in U.S. supplemental funds for the reconstruction of the telecommunications capability in Iraq, the modernization of the postal service, and creation of the Iraq Communications and Media Commission. Prior to that, she was appointed to be the White House Liaison for the Department of Veterans Affairs in Washington, D.C. Carroll retired as a Major in the Air Force Reserve following 30 years of service.

In addition to receiving the Zachary and Elizabeth Fisher Distinguished Civilian Humanitarian Award from the Department of Defense, Carroll has received the Community Heroes Award by the Military Officers Association of America; has been recognized by the Defense Department with the Office of the Secretary of Defense Medal for Exceptional Public Service; and has received the Army's Outstanding Civilian Service Medal and the Navy's Distinguished Public Service Award.

“The work that Telos does for government and commercial organizations is tremendously important,” said Carroll. “Telos has no shortage of inspiring leaders among its ranks and I’m pleased to lend my expertise to such an impressive organization.”

Carroll will fill the seat vacated by Lt. Gen. Charles (Chuck) Mahan, Jr. (USA, Ret.), who honorably served on the Telos board of directors for 14 years.

“We have been extremely fortunate to work with Gen. Mahan for over a decade,” said Wood. “His leadership and commitment to service are unwavering, and have helped guide Telos to where it is today.”

For more information and a full list of Telos Board members, visit: <https://www.telos.com/company/management-directors/>

About Telos Corporation

Telos Corporation empowers and protects the world’s most security-conscious organizations with solutions for continuous security assurance of individuals, systems, and information. Telos’ offerings include cybersecurity solutions for IT risk management and information security; cloud security solutions to protect cloud-based assets and enable continuous compliance with industry and government security standards; and enterprise security solutions to ensure that personnel can work and collaborate securely and productively. The company serves military, intelligence and civilian agencies of the federal government, allied nations and commercial organizations around the world. The company is a recipient of the prestigious James S. Cogswell Outstanding Industrial Security Achievement Award from the Defense Security Service (DSS), awarded to less than .03% of eligible organizations. For more information, visit www.telos.com and follow the company on Twitter @TelosNews.

###

Contact:

Michelle Schafer
Merritt Group on behalf of Telos Corporation
Email: schafer@merrittgrp.com
Phone: 703.403.6377

