

FORCE PROTECTION INC
Form 8-K
August 14, 2008

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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) **August 8, 2008**

FORCE PROTECTION, INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

000-22273
(Commission
File Number)

84-1383888
(IRS Employer
Identification No.)

9801 Highway 78, Building No. 1, Ladson, SC
(Address of principal executive offices)

29456
(Zip Code)

Registrant's telephone number, including area code **(843)**

(Former name or former address, if changed since last report.)

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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))
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ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.

On August 8, 2008, Force Protection, Inc. was awarded through its wholly-owned subsidiary, Force Protection Industries, Inc., a contract modification under its contract with the U.S. Marine Corps for the Mine Resistant Ambush Protected (MRAP) Program. The total consideration under this undefinitized contract modification is approximately \$69.5 million for the provision of service and support, including spare parts, for MRAP vehicles. A portion of the work under this contract modification may be performed by General Dynamics Land Systems, Inc. (GDLS) pursuant to the terms of the workshare allocation set forth in the agreement dated December 15, 2006 between Force Protection, Inc. and GDLS, whereby GDLS is entitled to perform approximately 50% of the work awarded under the MRAP program. Force Protection will record all of the revenue for the MRAP contract and a corresponding expense for the work subcontracted to GDLS. The award was made pursuant to a contract between Force Protection Industries, Inc. and U.S. Marine Corps dated January 25, 2007 for the testing, production and sustainability for its MRAP vehicle program.

This Current Report on Form 8-K contains forward-looking statements that involve risks and uncertainties, including, without limitation, statements concerning our business and possible or assumed future results of operations. Certain words, such as believe, may, could, will, intend, expect, anticipate, plan, and similar expressions are used to identify forward-looking statements. Undue reliance should not be placed on these forward-looking statements. Force Protection's actual results could differ materially from those anticipated in the forward-looking statements for many reasons including: its ability to raise capital when necessary; availability of parts and raw materials for its products; continued customer acceptance of its products; ongoing success of its research and development efforts; greater than expected costs; and other risks and uncertainties as may be detailed from time to time in Force Protection's public announcements and SEC filings. Although Force Protection believes the expectations reflected in the forward-looking statements are reasonable, they relate only to events as of the date on which the statements are made, and Force Protection's future results, levels of activity, performance or achievements may not meet these expectations. Force Protection does not intend to update any of the forward-looking statements after the date of this document to conform these statements to actual results or to changes in its expectations, except as required by law.

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 hereunto duly authorized.

Force Protection, Inc.
(Registrant)

Date: August 14, 2008

/s/ Michael Moody
(Signature)

Name: Michael Moody
Title: President and Chief Executive Officer