

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): July 7, 2022**

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**FATHOM DIGITAL MANUFACTURING CORPORATION**

(Exact name of registrant as specified in its charter)

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

**001-39994**  
(Commission  
File Number)

**98-1571400**  
(IRS Employer  
Identification No.)

**1050 Walnut Ridge Drive  
Hartland, WI 53029**

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(262) 367-8254**

**Not Applicable**

(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:

- 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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, par value \$0.0001 per share	FATH	NYSE
Warrants to purchase Class A common stock	FATH.WS	NYSE

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).

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 2.05. Costs Associated with Exit or Disposal Activities

On July 7, 2022, the Board of Directors of Fathom Digital Manufacturing Corporation ("Fathom") approved a reorganization plan (the "Reorganization") designed to consolidate the Company's national footprint, streamline legacy leadership, and centralize core business functions following the completion of 13 acquisitions by Fathom since 2019. Pursuant to the Reorganization, the Company intends to:

- Consolidate its existing facility in Oakland, CA into Fathom headquarters in Hartland, WI, improving utilization and reducing costs;
- Establish a Fathom technology center in the Bay Area that will focus on new and emerging technologies, specifically in the additive market; and
- Consolidate leadership and other roles through a net workforce reduction of approximately 6%, create an accounting shared service organization to streamline company-wide processes and create economies of scale while pursuing additional shared-service systems in other administrative functions.

The approved plan is expected to achieve approximately \$5.5 million in net pre-tax annualized cost savings upon completion. The savings for the current fiscal year are expected to be limited as the plan is implemented over the remainder of 2022 and into 2023. Additionally, the Company expects to incur pre-tax restructuring charges related to these activities totaling approximately \$2.0 million, consisting of approximately \$0.8 million in severance and other employee-related costs, \$0.5 million in fixed asset and facility related write-down expenses, and \$0.8 in other associated moving and relocation costs. The Company expects to incur approximately \$0.9 million of the total restructuring charges in the third quarter of 2022, with the remaining charges to be incurred throughout the remainder of the restructuring process. The total cash expenditures associated with the plan are expected to be \$1.7 million.

The Company anticipates that the initiative will be substantially complete by the end of the second quarter of 2023.

## Forward-looking Statements

This Current Report contains certain forward-looking statements within the meaning of the within the meaning of the Private Securities Litigation Reform Act of 1995. All statements contained in this Current Report that do not relate to matters of historical fact should be considered forward-looking statements, including the timing of completion of, the costs incurred, and the future charges related to, the Reorganization, and the impact of the Reorganization on the Company's business, finances, and operations.

Forward-looking statements generally are identified by the words such as "believe," "project," "expect," "anticipate," "estimate," "intend," "strategy," "future," "opportunity," "plan," "may," "should," "will," "would," "will be," "will continue," "will likely result," and similar expressions. Forward-looking statements are predictions, projections and other statements about future events that are based on current expectations and assumptions and, as a result, are subject to risks and uncertainties. Many factors could cause actual future events to differ materially from the forward-looking statements in this Current Report, including but not limited to, the risks and uncertainties set forth under the heading "Risk Factors" in the Company's Annual Report on Form 10-K filed on April 8, 2022 and the Company's other filings with the U.S. Securities and Exchange Commission. These filings identify and address other important risks and uncertainties that could cause actual events and results to differ materially from those contained in the forward-looking statements. Forward-looking statements speak only as of the date they are made. Readers are cautioned not to put undue reliance on forward-looking statements, and the Company assumes no obligation and does not intend to update or revise these forward-looking statements, whether as a result of new information, future events, or otherwise.

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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.

**FATHOM DIGITAL MANUFACTURING CORPORATION**

By: /s/ Mark Frost  
Name: Mark Frost  
Title: Chief Financial Officer

Date: July 13, 2022

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