XTENT INC Form 8-K March 27, 2007

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

March 21, 2007

Date of Report (date of earliest event reported)

XTENT, INC.

(Exact name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 001-33282 (Commission File Number) 41-2047573 (I.R.S. Employer Identification Number)

125 Constitution Drive

Menlo Park, California 94025-1118

(Address of principal executive offices)

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(650) 475-9400

(Registrant s telephone number, including area code)

N/A

(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):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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

On March 21, 2007, the Compensation Committee of the Board of Directors of XTENT, Inc. (the Company) established the maximum bonus and milestone criteria for the payment of Greg Casciaro s 2007 bonus. Payment of Mr. Casciaro s bonus will consist of payments for multiple clinical, regulatory, operational and financial milestones with a maximum achievable bonus of \$175,000 if all milestones are met.

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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.

XTENT, INC.

Date: March 27, 2007

By:

/s/ Timothy D. Kahlenberg Timothy D. Kahlenberg Chief Financial Officer