

**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

Date of Report (Date of earliest event reported): February 22, 2022

Olaplex Holdings, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-40860
(Commission File Number)

87-1242679
(IRS Employer Identification No.)

Address Not Applicable¹
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (310) 691-0776

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:

Title of each class	Trading Symbol	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	OLPX	Nasdaq Global Select Market

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.

Appointment of Kristi Belhumeur Principal Accounting Officer

On February 22, 2022, Olaplex Holdings, Inc. (the "Company") appointed Kristi Belhumeur, age 41, to serve as Principal Accounting Officer of the Company, effective February 22, 2022.

Prior to joining the Company, Ms. Belhumeur was employed at Red Robin Gourmet Burgers, Inc., where she served as Chief Accounting Officer of the Company from 2020 to 2022, Controller and Vice President, Tax of the Company from 2019 to 2020 and Vice President, Tax from 2016 to 2019.

Ms. Belhumeur has entered into an offer letter with the Company, pursuant to which she is entitled to an annual base salary of \$325,000 and she will be eligible for an annual bonus with a target equal to 35% of her base salary. Ms. Belhumeur will also receive a sign-on bonus of \$100,000 in June 2022, subject to her continued service for one year following the bonus payment date, and a stock option to purchase 50,000 shares of the Company's common stock, vesting over four years from the grant date, subject to her continued service through the applicable vesting date. The foregoing description of the offer letter is only a summary and is qualified in its entirety by its terms, a copy of which is filed as Exhibit 10.1 to this Current Report on Form 8-K, and which is incorporated herein by reference. Ms. Belhumeur has also entered into an indemnification agreement, the form of which was filed as Exhibit 10.2 to the Company's Registration Statement on Form S-1, filed on September 28, 2021, and which is incorporated herein by reference.

ITEM 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit	Description
<u>10.1</u>	<u>Offer Letter, dated January 28, 2022, by and between Olaplex Holdings, Inc. and Kristi Belhumeur.</u>

¹ Olaplex Holdings, Inc. is a fully remote company. Accordingly, it does not maintain a principal executive office.

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed by the undersigned hereunto duly authorized.

Date: February 22, 2022

Olaplex Holdings, Inc.

By: /s/ JuE Wong
Name: JuE Wong
Title: President and Chief Executive Officer

OLAPLEX

1187 Coast Village Road #1-520 | Santa Barbara, CA 93108

January 28, 2022

Dear Kristi:

I am pleased to offer you employment with Olaplex, Inc. (the "Company") in the position of SVP, Accounting. If you accept this offer, your first date of employment with the Company will be February 22, 2022. Your salary will be \$325,000.00 per year, less taxes and other legally required deductions, payable in accordance with the regular payroll practices of the Company.

You are eligible to receive an annual bonus under the Company's discretionary annual bonus plan. The annual bonus plan is based on your performance and contributions, as well as the Company's achievement of revenue, EBITDA and other objectives set by the Company. Your annual bonus target is 35% of your base salary. Each bonus payment under the annual bonus plan is subject to your continued employment on the date the payment is made and the absence of any express intention to leave the employment of the Company on or prior to such date.

You will receive a sign-on bonus in the amount of \$100,000.00, subject to legally required withholdings and deductions. The sign-on bonus will be paid the first pay period in June 2022. You acknowledge and agree that the sign-on bonus is contingent upon your continued employment with us for one (1) year from the date such installment is earned. If you terminate your employment or your employment is terminated for "cause" (e.g., for a confidentiality breach, certain crimes, performance issues, or contract breach) prior to such date, you agree to repay the sign-on on your last day of employment.

Subject to approval by the Company's Board of Directors, you will be granted the ability to purchase 50,000 options under the Olaplex, Inc.'s 2021 Equity Incentive Plan. All options granted to you will be subject to the terms and conditions of the Plan and the applicable nonqualified stock option award agreement, which terms and conditions shall control in the event of a conflict with this letter. As an employee of the Company, you will also be eligible for annual equity awards as determined by the Compensation Committee of the Board of Directors of Olaplex Inc., in its sole discretion.

As a full time employee, you are eligible to participate in the Company's benefit plans on the first day of employment. The Company's comprehensive benefits package includes Medical Insurance, Dental Insurance, Vision Insurance, Basic and Voluntary Life and AD&D Insurance, Short Term and Long Term Disability Insurance, Flexible Spending Accounts for Health, and Employee Assistance Program.

The Immigration Reform and Control Act requires the Company to verify your identity and employment eligibility within three business days of your commencement of employment

with the Company. During your onboarding, you will be provided with the Form I-9 that you will be required to complete. Please bring the appropriate documents listed on that form with you when you join our day one orientation. We will not be able to employ you if you fail to comply with this requirement.

This letter and your response are not meant to constitute a contract of employment for a specific term. Employment with the Company is at-will. This means that, if you accept this offer, both you and the Company will retain the right to terminate your employment at any time, with or without notice or cause.

In accepting this offer, you give the Company assurance that you have not relied on any agreements or representations, express or implied, with respect to your employment that are not set forth expressly in this letter.

Sincerely,

OLAPLEX, INC.

Heather Harper

Name: Heather Harper

Title: Vice President, Human Resources

Accepted and agreed:

DocuSigned by:
Kristi Belhumeur
Signature: 3BC487BE08AC428...

Kristi Belhumeur

1/28/2022

Date: January 28, 2022



