





Item 1.01 Entry into a Material Definitive Agreement

On January 12, 2018, MINDBODY, Inc. (the “Company”) and Silicon Valley Bank entered into a Third Amendment to Loan and Security Agreement (the “Third Amendment”). The Third Amendment amended the Loan and Security Agreement dated as of January 12, 2015, as amended, by and between the Company and Silicon Valley Bank (as amended to date, the “Loan Agreement”).

The Third Amendment, among other modifications:

- extends the maturity date of the revolving line from January 12, 2018 to January 11, 2019,
- includes an accordion feature for the revolving line, such that the revolving line may, upon the Company’s request and subject to certain conditions, be increased by an aggregate amount of up to \$20,000,000,
- reduces the interest rate to the greater of (i) the prime rate or (ii) four and one half percentage points (4.5%), and
- deletes the revenue covenant.

As of the date of the filing of this Current Report on Form 8-K (this “Form 8-K”) with the Securities and Exchange Commission (the “SEC”), no amounts are outstanding under the Loan Agreement.

The foregoing description of the Third Amendment does not purport to be complete and is qualified in its entirety by reference to the full text of the Third Amendment, a copy of which is filed as Exhibit 10.1 to this Form 8-K and is incorporated by reference herein.

Item 2.03 Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant

The information described above under “Item 1.01 Entry into a Material Definitive Agreement” is hereby incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit Number	Description
10.1	Third Amendment to Loan and Security Agreement between Registrant and Silicon Valley Bank, dated as of January 12, 2018.

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.

MINDBODY, INC.

By: /s/ Kimberly G. Lytikainen  
Kimberly G. Lytikainen  
Chief Legal Officer and Secretary  
Date: January 18, 2018

---

EXHIBIT INDEX

Exhibit Number	Description
10.1	<u>Third Amendment to Loan and Security Agreement between Registrant and Silicon Valley Bank, dated as of January 12, 2018.</u>