
**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): November 2, 2017

ASV HOLDINGS, INC.
(Exact Name of Registrant as Specified in Charter)

Delaware

001-38089

82-1501649

(State or Other Jurisdiction
of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

840 Lily Lane, Grand Rapids, Minnesota 55744
(Address of Principal Executive Offices) (Zip Code)

(218) 327-3434
(Registrant's Telephone Number, Including Area Code)

(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))

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 1.01. Entry into a Material Definitive Agreement.

On October 30, 2017, ASV Holdings, Inc. (the "Company") and Caterpillar Inc. ("Caterpillar") entered into a supply agreement (the "Supply Agreement"), effective as of January 1, 2018. The Supply Agreement will replace the Company's Letter Agreement with Caterpillar, dated as of December 18, 2014, which will expire on December 17, 2017. Pursuant to the Supply Agreement, the Company will continue to supply to Caterpillar certain multi-terrain loader undercarriages and service parts (the "Products"). The term of the Supply Agreement runs through December 31, 2020.

The Supply Agreement establishes pricing and price adjustment mechanisms for the term of the agreement. The quantity of Products the Company will supply to Caterpillar will be determined by purchase orders issued by Caterpillar to the Company. The Supply Agreement does not obligate Caterpillar to order any minimum amount of Products.

The Company intends to submit a FOIA Confidential Treatment Request to the Securities and Exchange Commission pursuant to Rule 24b-2 under the Securities Exchange Act of 1934, as amended, requesting that it be permitted to redact certain confidential commercial terms of the Supply Agreement. The omitted material will be included in the request for confidential treatment. The foregoing summary does not purport to be complete and is qualified in its entirety by reference to the Supply Agreement, a copy of which will be attached as an exhibit to the Company's Annual Report on Form 10-K for the year ended December 31, 2017.

SIGNATURE

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

ASV HOLDINGS, INC.

By: /s/ Andrew M. Rooke

Name: Andrew M. Rooke

Title: Chief Executive Officer

Date: November 2, 2017