

8X8 INC /DE/  
Form 8-K  
July 29, 2014

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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

July 24, 2014

Date of Report (Date of earliest event reported)

*(Exact name of registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction of incorporation)*

**000-21783**

*(Commission File Number)*

**2125 O'Nel Drive  
San Jose, CA 95131**

**77-0142404**

*(I.R.S. Employer Identification Number)*

*(Address of principal executive offices including zip code)*

**(408) 727-1885**

*(Registrant's telephone number, including area code)*

**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))

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

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Item 5.07 Submission of Matters to a Vote of Security Holders.

On July 24, 2014, 8x8, Inc. (the "Company") held its annual meeting of stockholders at which stockholders voted on and approved each of the following proposals:

- Proposal 1. Election of Guy L. Hecker, Jr., Vikram Verma, Bryan R. Martin, Eric Salzman, Ian Potter, Jaswinder Pal Singh, and Vladimir Jacimovic to serve as directors until the next annual meeting of stockholders.
- Proposal 2. Ratification of the appointment of Moss Adams LLP as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2015.
- Proposal 3. To approve the amendment and restatement of the Company's 2012 Equity Incentive Plan to increase the number of shares currently reserved for issuance thereunder by adding to the share reserve an additional 6,800,000 shares.
- Proposal 4. Non-binding, advisory vote on executive compensation.

Final voting results were as follows:

- Proposal 1 - Election of Directors.

|                    | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Vote</u> |
|--------------------|------------|-----------------|------------------------|
| Guy L. Hecker, Jr. | 49,859,453 | 2,446,866       | 26,836,599             |
| Vikram Verma       | 50,567,914 | 1,738,405       | 26,836,599             |
| Bryan R. Martin    | 50,601,866 |                 |                        |

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1,704,453

26,836,599

Eric Salzman

50,233,394

2,072,925

26,836,599

Ian Potter

50,386,889

1,919,430

26,836,599

Jaswinder Pal Singh

50,745,469

1,560,850

26,836,599

Vladimir Jacimovic

50,642,388

1,663,931

26,836,599

- Proposal 2 - Ratification of Independent Registered Public Accounting Firm.

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Vote</u> |
|------------|----------------|----------------|------------------------|
| 77,965,706 | 463,789        | 713,423        | --                     |

- Proposal 3 - Increase the Number of Shares of Common Stock Reserved for Issuance under the 2012 Equity Incentive Plan.

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Vote</u> |
|------------|----------------|----------------|------------------------|
| 41,090,038 | 10,954,870     | 261,411        | 26,836,599             |

- Proposal 4 - Non-binding, advisory vote on executive compensation.

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| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Vote</u> |
|------------|----------------|----------------|------------------------|
| 49,834,898 | 2,196,648      | 274,773        | 26,836,599             |
|            |                | 1              |                        |

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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.

Date: July 29, 2014

8X8, INC.

By: /s/ Daniel Weirich

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Daniel Weirich  
*Chief Financial Officer and Secretary*