

INTERMOLECULAR INC
Form 8-K
May 29, 2015

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): May 27, 2015

Intermolecular, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

3011 N. First Street

San Jose, California
(Address of Principal Executive Offices)

001-35348 20-1616267
(Commission (IRS Employer

File Number) Identification No.)

95134
(Zip Code)

(408) 582-5700

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(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):

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))

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

Intermolecular, Inc. (the “Company”) held its Annual Meeting of Stockholders on May 27, 2015 in Menlo Park, California. The results of the matters voted on by the Company’s stockholders are set forth immediately below.

Proposal 1

To elect two (2) Class I Directors to the Company’s Board of Directors to hold office for a three-year term expiring at the 2018 Annual Meeting of Stockholders or until their successors are duly elected and qualified or their earlier resignation or removal:

Name of Nominees	Number of Votes		
	For	Withheld	Broker Non-Votes
Marvin D. Burkett	33,360,635	224,762	10,056,918
Wilbert van den Hoek	33,360,315	225,082	10,056,918

Proposal 2

To approve, on a non-binding, advisory basis, the following resolution relating to the compensation of the Company’s named executive officers:

“RESOLVED, that the Company’s stockholders approve, on an advisory basis, the compensation of the Company’s named executive officers, as disclosed in the Compensation Discussion and Analysis, the compensation tables and the narrative disclosure set forth in the Company’s proxy statement.”

Number of Votes			
For	Against	Abstain	Broker Non-Votes
30,767,639	2,362,850	454,908	10,056,918

Proposal 3

To ratify the appointment of KPMG LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2015:

Number of Votes		
For	Against	Abstain
43,589,269	53,046	0

SIGNATURE

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.

INTERMOLECULAR, INC.

Date: May 29, 2015 By: /s/ Bruce M. McWilliams
Bruce M. McWilliams
President and Chief Executive Officer
