

MACOM Technology Solutions Holdings, Inc.
Form 8-K
March 05, 2019

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 28, 2019

MACOM Technology Solutions Holdings, Inc.
(Exact name of registrant as specified in its charter)

Delaware 001-35451 27-0306875
(State or other jurisdiction of (Commission (I.R.S. Employer
incorporation or organization) File Number) Identification No.)
100 Chelmsford Street
Lowell, Massachusetts 01851
(Address of principal executive offices and zip code)
Registrant's telephone number, including area code: (978) 656-2500
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))

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

The 2019 Annual Meeting of Stockholders (the “Annual Meeting”) of MACOM Technology Solutions Holdings, Inc. (the “Company”) was held on February 28, 2019 in Chelmsford, Massachusetts. The results of the matters submitted to a vote of the stockholders at the Annual Meeting were as follows:

(a) The nominees for election as Class I directors to serve until the 2022 Annual Meeting of Stockholders and thereafter until their successors are duly elected and qualified, were elected based upon the following votes:

| Name of Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|-------------------|------------|----------------|------------------|
| Peter Chung | 51,255,352 | 6,023,440 | 5,214,733 |
| Geoffrey G. Ribar | 55,580,898 | 1,697,894 | 5,214,733 |
| Gil Van Lunsen | 51,287,830 | 5,990,962 | 5,214,733 |

(b) The compensation of the Company’s named executive officers for fiscal year 2018 was approved, on a non-binding, advisory basis, based on the following votes:

| Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|------------|---------------|------------------|------------------|
| 40,612,959 | 15,596,449 | 1,069,384 | 5,214,733 |

(c) With respect to the proposal regarding the non-binding, advisory vote on the frequency of future advisory votes to approve the compensation of the Company’s named executive officers, the stockholders cast their votes as follows:

| One Year | Two Years | Three Years | Votes Abstaining | Broker Non-Votes |
|------------|-----------|-------------|------------------|------------------|
| 30,726,476 | 53,935 | 25,430,969 | 1,067,412 | 5,214,733 |

(d) The proposal to ratify the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the fiscal year ending September 27, 2019 was approved based on the following votes:

| Votes For | Votes Against | Votes Abstaining |
|------------|---------------|------------------|
| 62,364,341 | 88,644 | 40,540 |

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.

**MACOM TECHNOLOGY SOLUTIONS
HOLDINGS, INC.**

Dated: March 5, 2019 By: /s/ John Croteau
 John Croteau
 President and Chief Executive Officer