

SYNCHRONOSS TECHNOLOGIES INC
Form 8-K
May 15, 2013

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 13, 2013**

SYNCHRONOSS TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-52049
(Commission
File Number)

06-1594540
(I.R.S. Employer
Identification No.)

**200 Crossing Boulevard, Suite 800, Bridgewater, New
Jersey**
(Address of principal executive offices)

08807
(Zip Code)

Registrant's telephone number, including area code: **(866) 620-3940**

Not Applicable

Former name or former address, if changed since last report

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

(a) The annual meeting of stockholders (the Annual Meeting) of Synchronoss Technologies, Inc. (the Company) was held on May 13, 2013.

(b) The stockholders elected the Company's nominees for director, ratified the appointment of Ernst & Young LLP as the Company's independent registered accounting firm for the fiscal year 2013, approved the increase of an additional 3,000,000 shares of common stock available for issuance under the Company's 2006 Equity Incentive Plan, and approved the advisory proposal on executive compensation.

For more information about the foregoing proposals, see the Company's definitive proxy statement on Schedule 14A filed with the United States Securities and Exchange Commission on April 1, 2013 (the Proxy Statement). Of the 39,561,102 shares of the Company's common stock entitled to vote at the Annual Meeting, 37,465,047 shares, or approximately 94.7%, were represented at the meeting in person or by proxy, constituting a quorum. The number of votes cast for, against or withheld, as well as abstentions and broker non-votes, if applicable, in respect of each such proposal is set forth below:

Proposal 1. Election of Directors:

Director Charlie Hoffman:

| | |
|-------------------|------------|
| Votes For: | 34,731,620 |
| Votes Withheld: | 700,551 |
| Broker Non-Votes: | 2,035,876 |

Director James McCormick:

| | |
|-------------------|------------|
| Votes For: | 34,738,767 |
| Votes Withheld: | 690,404 |
| Broker Non-Votes: | 2,035,876 |

Director Donnie Moore:

| | |
|-------------------|------------|
| Votes For: | 35,185,672 |
| Votes Withheld: | 243,499 |
| Broker Non-Votes: | 2,035,876 |

Proposal 2. Ratification of Appointment of Ernst & Young LLP:

| | |
|-------------------|------------|
| Votes For: | 36,872,914 |
| Votes Against: | 505,976 |
| Votes Abstaining: | 86,157 |
| Broker Non-Votes: | 0 |

Proposal 3. Proposal for an additional 3,000,000 shares of common stock available for issuance under the Company's 2006 Equity Incentive Plan:

| | |
|-------------------|------------|
| Votes For: | 25,239,046 |
| Votes Against: | 9,687,845 |
| Votes Abstaining: | 502,280 |
| Broker Non-Votes: | 2,035,876 |

Proposal 4. Advisory Vote on Executive Compensation:

| | |
|-------------------|------------|
| Votes For: | 27,425,616 |
| Votes Against: | 7,874,049 |
| Votes Abstaining: | 129,506 |
| Broker Non-Votes: | 2,035,876 |

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.

SYNCHRONOSS TECHNOLOGIES, INC.

May 15, 2013

By: /s/ STEPHEN G. WALDIS

Name: STEPHEN G. WALDIS
Title: Chief Executive Officer