

LIVEPERSON INC
Form 8-K
June 08, 2018

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): June 5, 2018

LivePerson, Inc.
(Exact Name of Registrant as Specified in its Charter)

| | | |
|---|--------------------------|---|
| Delaware | 0-30141 | 13-3861628 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

475 Tenth Avenue, 5th Floor
New York, New York 10018
(Address of principal executive offices) (Zip Code)
(212) 609-4200
(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:

- 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

LivePerson, Inc. (the “Company”) held its Annual Meeting of Stockholders on June 5, 2018 (the “Annual Meeting”). As of April 17, 2018, the record date for the Annual Meeting, there were a total of 57,989,248 shares of the Company’s common stock outstanding and entitled to vote at the Annual Meeting. At the Annual Meeting, 43,217,094 shares of the Company’s common stock were represented in person or by proxy, and therefore a quorum was present.

At the Annual Meeting, the stockholders elected the following Class III director nominees to serve on the Company’s Board of Directors until the 2021 Annual Meeting of Stockholders, or until such director’s successor is duly elected and qualified, with the following voting results:

| Director | For | Withhold | Broker Non-Votes |
|--------------------|------------|-----------|------------------|
| Kevin C. Lavan | 32,859,347 | 1,243,595 | 7,114,962 |
| Robert P. LoCascio | 35,263,378 | 839,564 | 7,114,962 |

At the Annual Meeting, the stockholders also ratified the Audit Committee’s appointment of BDO USA, LLP as the Company’s independent registered accounting firm for the fiscal year ending December 31, 2018, with the following voting results:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 42,687,925 | 444,349 | 85,630 | — |

At the Annual Meeting, the stockholders also voted, on an advisory non-binding basis, on the compensation of the Company’s named executive officers, with the following voting results:

| For | Against | Abstain | Broker Non-Votes |
|------------|------------|---------|------------------|
| 15,327,540 | 20,504,739 | 270,663 | 7,114,962 |

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.

LIVEPERSON, INC.
(Registrant)

Date: June 8, 2018 By: /s/ Monica L. Greenberg
Monica L. Greenberg
Executive Vice President, Corporate Development, Strategic Alliances and General Counsel