

Dolby Laboratories, Inc.
Form 8-K
February 09, 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):

February 6, 2018

DOLBY LABORATORIES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of

incorporation)

001-32431
(Commission

File Number)

90-0199783
(IRS Employer

Identification No.)

1275 Market Street

San Francisco, CA 94103-1410

(Address of principal executive offices) (Zip Code)

(415) 558-0200

(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 (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))

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.**5.07(a) and (b)**

At the Dolby Laboratories, Inc. (the Company) 2018 Annual Meeting of Stockholders (the Annual Meeting), held on February 6, 2018, at the Company's principal executive offices located at 1275 Market Street, San Francisco, California, 94103, the Company's stockholders:

1. Elected nine directors to serve until the 2019 Annual Meeting of Stockholders or until their successors are duly elected and qualified;
2. Approved an advisory vote to approve the compensation of the Company's named executive officers; and
3. Ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the Company's fiscal year ending September 28, 2018.

Each share of the Company's Class A common stock is entitled to one vote, and each share of the Company's Class B common stock is entitled to ten votes, on all matters submitted to a vote of stockholders at the Annual Meeting. The Class A common stock and Class B common stock vote together as a single class on all matters submitted to a vote of stockholders at the Annual Meeting. At the Annual Meeting, the holders of Class A common stock and Class B common stock voted as follows:

Proposal 1 Election of directors:

| Director | Votes For | Votes Withheld | Broker Non-Votes |
|--------------------------|-------------|----------------|------------------|
| Kevin Yeaman | 478,529,699 | 232,408 | 5,295,060 |
| Peter Gotcher | 477,714,471 | 1,047,636 | 5,295,060 |
| Micheline Chau | 478,577,351 | 184,756 | 5,295,060 |
| David Dolby | 478,503,353 | 258,754 | 5,295,060 |
| Nicholas Donatiello, Jr. | 477,938,397 | 823,710 | 5,295,060 |
| N. William Jasper, Jr. | 478,388,730 | 373,377 | 5,295,060 |
| Simon Segars | 478,612,143 | 149,964 | 5,295,060 |
| Roger Siboni | 477,329,814 | 1,432,293 | 5,295,060 |
| Avadis Tevanian, Jr. | 477,954,603 | 807,504 | 5,295,060 |

All director nominees were duly elected.

Proposal 2 Approval of an advisory vote to approve the compensation of the Company's named executive officers:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 475,371,969 | 3,208,052 | 182,086 | 5,295,060 |

Proposal 2 was approved.

Proposal 3 Ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the Company's fiscal year ending September 28, 2018:

| Votes For | Votes Against | Abstentions |
|------------------|----------------------|--------------------|
| 483,214,087 | 821,126 | 21,987 |

Proposal 3 was approved.

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.

DOLBY LABORATORIES, INC.

By: /s/ Andy Sherman
Andy Sherman
Executive Vice President, General
Counsel

and Secretary

Date: February 9, 2018