

INTEVAC INC  
Form 8-K  
May 18, 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**

**May 16, 2018**

**Date of Report (date of earliest event reported)**

**INTEVAC, INC.**

**(Exact name of Registrant as specified in its charter)**

**State of Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**0-26946**  
**(Commission**  
**File Number)**

**94-3125814**  
**(IRS Employer**  
**Identification Number)**

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**3560 Bassett Street**

**Santa Clara, CA 95054**

**(Address of principal executive offices)**

**(408) 986-9888**

**(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.**

The matters voted upon at Intevac's Annual Meeting held on May 16, 2018 and the results of such voting are set forth below:

	<b>Affirmative Votes</b>	<b>Negative Votes</b>	<b>Votes Withheld</b>	<b>Abstentions and Broker Non-Votes</b>
<b>Proposal 1: Election of Directors</b>				
David S. Dury	15,172,053	N/A	626,052	5,133,623
Wendell T. Blonigan	15,662,137	N/A	135,968	5,133,623
Kevin D. Barber	15,635,814	N/A	162,291	5,133,623
Mark P. Popovich	15,671,789	N/A	126,316	5,133,623
Thomas M. Rohrs	11,509,410	N/A	4,288,695	5,133,623
John F. Schaefer	15,606,453	N/A	191,652	5,133,623

All director nominees were duly elected.

	<b>Affirmative Votes</b>	<b>Negative Votes</b>	<b>Votes Withheld</b>	<b>Abstentions and Broker Non-Votes</b>
<b>Proposal 2: Proposal to approve an amendment to the Intevac 2003 Employee Stock Purchase Plan to increase the number of shares reserved for issuance thereunder by 500,000 shares</b>				
	15,665,203	94,107		5,172,418

Proposal 2 was approved.

	<b>Affirmative Votes</b>	<b>Negative Votes</b>	<b>Votes Withheld</b>	<b>Abstentions and Broker Non-Votes</b>
<b>Proposal 3: Proposal to approve an amendment to the Intevac 2012 Equity Incentive Plan to increase the number of shares reserved for issuance thereunder by 1,000,000 shares and make certain other changes to the plan, and to approve the material terms of the plan</b>				
	12,067,811	3,711,099		5,152,818

Proposal 3 was approved.

	<b>Affirmative Votes</b>	<b>Negative Votes</b>	<b>Votes Withheld</b>	<b>Abstentions and Broker Non-Votes</b>
<b>Proposal 4: BPM LLP as independent public accountants for the fiscal year ending</b>				
	20,868,259	54,637		8,832

December 29, 2018

Proposal 4 was approved.

	<b>Affirmative Votes</b>	<b>Negative Votes</b>	<b>Votes Withheld</b>	<b>Abstentions and Broker Non-Votes</b>
<b>Proposal 5: An Advisory Vote on Executive Compensation.</b>	5,565,950	10,041,455		5,324,323

Proposal 5 was not approved.

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.

INTEVAC, INC.

Date: May 18, 2018

/s/ JAMES MONIZ  
James Moniz  
Executive Vice President, Finance and  
Administration,  
Chief Financial Officer and Treasurer