

MoSys, Inc.
Form 8-K
June 04, 2014

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 3, 2014**

MOSYS, INC.

(Exact name of registrant as specified in its charter)

000-32929

(Commission File Number)

Delaware
(State or other jurisdiction
of incorporation)

77-0291941
(I.R.S. Employer Identification No.)

3301 Olcott Street
Santa Clara, California 95054

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(Address of principal executive offices, with zip code)

(408) 418-7500

(Registrant's telephone number, including area code)

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

(a) At the annual meeting of stockholders of MoSys, Inc. (the Company) held on June 3, 2014, the Company's stockholders voted on four proposals which are described in more detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 29, 2014.

(b) Voting results were as follows:

- Proposal 1 Election of directors to serve until the next annual meeting of stockholders.

| | For | Withheld | Broker Non-Vote |
|--------------------|------------|-----------------|----------------------------|
| Stephen L. Domenik | 16,761,376 | 6,884,111 | 21,493,760 |
| Tommy Eng | 20,721,365 | 2,924,122 | 21,493,760 |
| Chi-Ping Hsu | 19,586,257 | 4,059,230 | 21,493,760 |
| Victor K. Lee | 20,902,413 | 2,743,074 | 21,493,760 |
| Leonard Perham | 21,096,205 | 2,549,282 | 21,493,760 |

All of the foregoing candidates were elected to serve as directors until the next annual meeting of stockholders.

- Proposal 2 Ratification of the Audit Committee's appointment of Burr Pilger Mayer, Inc. as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014.

| | For | Against | Abstain | Broker Non-Vote |
|--|------------|----------------|----------------|----------------------------|
| | 44,937,867 | 192,136 | 9,244 | |

The foregoing proposal was approved.

- Proposal 3 Advisory vote to approve executive compensation

| | For | Against | Abstain | Broker Non-Vote |
|--|------------|----------------|----------------|----------------------------|
| | 23,005,985 | 501,208 | 138,294 | 21,493,760 |

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The foregoing non-binding proposal was approved.

- Proposal 4 Approval of the amendment and restatement of the Company's 2010 Equity Incentive Plan to increase the number of shares currently reserved for issuance by adding to the share reserve an additional 1,500,000 shares and to approve the material terms of the 2010 Equity Incentive Plan for purposes of Internal Revenue Code Section 162(m).

| For | Against | Abstain | Broker Non-Vote |
|------------|----------------|----------------|----------------------------|
| 16,751,052 | 6,875,709 | 18,726 | 21,493,760 |

The foregoing proposal 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.

MOSYS, INC.

Date: June 4, 2014

By:

/s/ James W. Sullivan
James W. Sullivan
Vice President of Finance and Chief Financial
Officer