

CHANNELADVISOR CORP  
Form 8-K  
May 09, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

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FORM 8-K

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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 6, 2016

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CHANNELADVISOR CORPORATION  
(Exact name of registrant as specified in its charter)

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Delaware 001-35940 56-2257867  
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

3025 Carrington Mill Boulevard  
Morrisville, NC 27560  
(Address of principal executive offices, including zip code)

(919) 228-4700  
(Registrant's telephone number, including area code)

N/A  
(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

The Company held its Annual Meeting of Stockholders on May 6, 2016. The stockholders considered two proposals, each of which is described in more detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on March 21, 2016.

Proposal No. 1: Election of three nominees to serve as directors. The votes were cast as follows:

Name	Votes For	Votes Withheld
Aris A. Buinevicius	19,427,103	1,904,169
David J. Spitz	19,683,155	1,648,117
Timothy V. Williams	18,421,917	2,909,355

Broker Non-Votes: 2,097,705.

All nominees were elected.

Proposal No. 2: Ratification of the appointment of Ernst & Young LLP as independent auditors for the fiscal year ending December 31, 2016. The votes were cast as follows:

	Votes For	Votes Against	Abstained
Ratification of appointment of Ernst & Young	23,297,456	9,128	122,393

Proposal No. 2 was approved.

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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.

CHANNELADVISOR CORPORATION

By: /s/ Diana S. Allen

Date: May 6, 2016     Diana S. Allen  
Vice President, General Counsel and Secretary