

MARRONE BIO INNOVATIONS INC  
Form 8-K  
June 03, 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): May 29, 2014**

**MARRONE BIO INNOVATIONS, INC.**

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

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**2121 Second St. Suite A-107, Davis, CA**

**001-36030**  
**(Commission**

**File Number)**

**20-5137161**  
**(I.R.S. Employer**

**Identification No.)**

**95618**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (530) 750-2800

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 (*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))

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

On May 29, 2014, we held our Annual Meeting of Stockholders (the Annual Meeting ) in Davis, California. Of the 19,740,341 shares of common stock outstanding and entitled to vote at the Annual Meeting, 13,906,982 shares were present at the Annual Meeting either in person or by proxy, constituting a quorum of 70.45%. Our stockholders considered and voted on the following proposals at the Annual Meeting:

(i) The holders of the our common stock elected two nominees to serve as Class I directors for three- year terms, ending at the time of the 2017 Annual Meeting of Stockholders (or until a successor is duly elected and qualified) pursuant to our Bylaws and the applicable laws of the State of Delaware.

The results of the voting were as follows:

<b>Name of Director</b>	<b>VOTES FOR</b>	<b>VOTES WITHHELD</b>	<b>BROKER NON-VOTES</b>
Pamela G. Marrone, Ph.D	9,017,988	271,696	4,617,298
Les Lyman	7,629,723	1,659,961	4,617,298

(ii) The holders of the our common stock ratified the appointment of Ernst & Young LLP as the Company s independent registered public accounting firm for the fiscal year ending December 31, 2014.

The results of the voting were as follows:

<b>VOTES FOR:</b>	13,253,669
<b>VOTES AGAINST:</b>	651,682
<b>VOTES ABSTAINED:</b>	1,631

**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.

**MARRONE BIO INNOVATIONS, INC.**

Dated: June 2, 2014

By: /s/ Linda Moore  
Linda V. Moore  
Vice President, General Counsel and Secretary