

AMDOCS LTD
Form 6-K
February 01, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

Form 6-K

REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
OF THE SECURITIES EXCHANGE ACT OF 1934

For the month of January, 2019

Commission File Number 1-14840

AMDOCS LIMITED

Hirzel House, Smith Street,
St. Peter Port, Island of Guernsey, GY1 2NG

Amdocs, Inc.

1390 Timberlake Manor Parkway, Chesterfield, Missouri 63017

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(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

FORM 20-F

FORM 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:

YES

NO

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Submission of Matters to a Vote of Security Holders.Voting Results.

At the 2019 Annual General Meeting of Shareholders of Amdocs Limited (the Company) held on January 31, 2019, the proposals listed below were submitted to a vote of the Company's shareholders. The proposals are described in the Company's proxy statement for the 2019 Annual General Meeting of Shareholders.

Proposal 1 The election of ten nominees to the Company's Board of Directors each for a term of one year.

The 10 nominees named in the proxy statement were elected to serve as directors until the Company's 2020 Annual General Meeting of Shareholders. Information as to the vote on each director standing for election is provided below:

| Nominee | Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|----------------------|-------------|---------------|------------------|------------------|
| Robert A. Minicucci | 111,442,802 | 8,310,204 | 392,471 | 23,955 |
| Julian A. Brodsky | 111,432,057 | 8,548,627 | 164,793 | 23,955 |
| Adrian Gardner | 110,726,531 | 9,026,746 | 392,200 | 23,955 |
| Eli Gelman | 111,538,633 | 8,473,754 | 133,090 | 23,955 |
| James S. Kahan | 108,090,167 | 11,892,159 | 163,151 | 23,955 |
| Richard T.C. LeFave | 118,473,207 | 183,109 | 1,489,161 | 23,955 |
| Ariane de Rothschild | 106,292,204 | 13,531,399 | 321,874 | 23,955 |
| Shuky Sheffer | 117,472,220 | 2,538,120 | 135,137 | 23,955 |
| Rafael de la Vega | 118,467,939 | 187,826 | 1,489,712 | 23,955 |
| Giora Yaron | 119,730,592 | 281,720 | 133,165 | 23,955 |

Proposal 2 The approval of an increase in the dividend rate under the Company's quarterly cash dividend program from \$0.25 per share to \$0.285 per share.

The shareholders approved an increase in the dividend rate under the Company's quarterly cash dividend program from \$0.25 per share to \$0.285 per share. The voting results were as follows:

| Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|-------------|---------------|------------------|------------------|
| 120,019,210 | 4,273 | 121,994 | 23,955 |

Proposal 3 The approval of the Company's Consolidated Financial Statements for the fiscal year ended September 30, 2018.

The shareholders approved the Company's Consolidated Financial Statements for the fiscal year ended September 30, 2018. The voting results were as follows:

| Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|-------------|---------------|------------------|------------------|
| 119,730,946 | 6,153 | 408,378 | 23,955 |

Proposal 4 The ratification and approval of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending September 30, 2019, and until the next annual general meeting, and authorization of the Audit Committee of the Board of Directors to fix the remuneration of such

independent registered public accounting firm in accordance with the nature and extent of its services.

The shareholders ratified and approved the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending September 30, 2019, and until the next annual general meeting, and authorized the Audit Committee of the Board of Directors to fix the remuneration of such independent registered public accounting firm in accordance with the nature and extent of its services. The voting results were as follows:

| Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|------------------|----------------------|-------------------------|-------------------------|
| 117,388,813 | 2,655,931 | 124,688 | 0 |

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, thereunto duly authorized.

AMDOCS LIMITED

By: /s/ Matthew E. Smith

Matthew E. Smith

Secretary and Authorized Signatory

Date: February 1, 2019