

InterDigital, Inc.
Form 8-K
June 04, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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 31, 2018

InterDigital, Inc.
(Exact name of registrant as specified in charter)

Pennsylvania 1-33579 82-4936666
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

200 Bellevue Parkway, Suite 300, Wilmington, DE 19809
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: 302-281-3600

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 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.

On May 31, 2018, InterDigital, Inc. (the “Company”) held its 2018 Annual Meeting of Shareholders (the “2018 Annual Meeting”). The matters voted on at the 2018 Annual Meeting and the voting results for each matter are set forth below.

(i) The following individuals were elected as directors of the Company to serve a one-year term until the Company’s annual meeting of shareholders in 2019 and until his or her successor is elected and qualified as follows:

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|------------|---------------|-------------|---------------------|
| Jeffrey K. Belk | 22,719,440 | 669,108 | 59,959 | 8,138,224 |
| Joan H. Gillman | 22,914,308 | 486,502 | 47,697 | 8,138,224 |
| S. Douglas Hutcheson | 22,716,919 | 687,261 | 44,327 | 8,138,224 |
| John A. Kritzmacher | 22,734,929 | 654,334 | 59,244 | 8,138,224 |
| John D. Markley, Jr. | 22,901,629 | 487,868 | 59,010 | 8,138,224 |
| William J. Merritt | 22,438,434 | 966,591 | 43,482 | 8,138,224 |
| Kai O. Öistämö | 22,913,508 | 487,489 | 47,510 | 8,138,224 |
| Jean F. Rankin | 22,733,766 | 667,976 | 46,765 | 8,138,224 |
| Philip P. Trahanas | 22,903,715 | 485,681 | 59,111 | 8,138,224 |

(ii) Shareholders passed an advisory resolution to approve the Company’s executive compensation as reported in the Company’s 2018 proxy statement as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 22,167,705 | 1,233,270 | 47,532 | 8,138,224 |

(iii) Shareholders ratified the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2018 as follows:

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 30,767,457 | 725,743 | 93,531 |

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.

INTERDIGITAL, INC.

By: /s/ Jannie K. Lau
Jannie K. Lau
Chief Legal Officer, General Counsel and Corporate Secretary

Date: June 4, 2018