

ENVESTNET, INC.
Form 8-K
May 11, 2018

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: **May 11, 2018**

Date of Earliest Event Reported: **May 10, 2018**

ENVESTNET, INC.

(Exact name of registrant as specified in its charter)

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Delaware
(State or Other Jurisdiction
of Incorporation)

001-34835
(Commission
File Number)

20-1409613
(I.R.S. Employer
Identification Number)

35 East Wacker Drive, Suite 2400
Chicago, Illinois
(Address of principal executive offices)

60601
(Zip Code)

(312) 827-2800

(Registrant's telephone number, including area code)

Not Applicable

(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 obligations 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))

Indicate by check mark whether the registrant is an emerging growth company 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 ☐

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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.

At the 2018 Annual Meeting held on May 10, 2018, the Company's shareholders voted on (1) the election of two Class I directors nominated by the Board of Directors to serve until the 2021 Annual Meeting of Shareholders or until their successors are elected and qualified; (2) the approval, on an advisory basis, of 2017 executive compensation; and (3) the ratification of the appointment of KPMG LLP as independent auditors for the fiscal year ending December 31, 2018.

The table below sets forth the number of votes cast for and against for each matter voted upon by the Company's shareholders.

PROPOSAL 1

Election of Directors to serve until the 2021 Annual Meeting of Stockholders.

| NOMINEE | FOR | WITHHELD | BROKER NON-VOTES |
|---------------|------------|----------|------------------|
| Charles Roame | 37,429,729 | 925,050 | 3,323,490 |
| Gregory Smith | 37,764,531 | 590,248 | 3,323,490 |

PROPOSAL 2

The approval, on an advisory basis, of 2017 executive compensation.

| | SHARES |
|-------------------|------------|
| For: | 37,360,624 |
| Against: | 914,366 |
| Abstain: | 79,789 |
| Broker Non-Votes: | 3,323,490 |

PROPOSAL 3

The ratification of the appointment of KPMG LLP as independent auditors for the fiscal year ending December 31, 2018.

| | SHARES |
|------|------------|
| For: | 41,586,739 |

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| | |
|-------------------|--------|
| Against: | 12,194 |
| Abstain: | 79,336 |
| Broker Non-Votes: | 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, hereunto duly authorized.

ENVESTNET, INC.

Dated: May 11, 2018

By:

/s/ Shelly O Brien
Shelly O Brien
Chief Legal Officer, General Counsel and Corporate
Secretary