

Neonode, Inc  
Form 8-K  
June 09, 2015

**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): June 8, 2015**

**NEONODE INC.**

**(Exact name of issuer of securities held pursuant to the plan)**

**Commission File Number 1-35526**

**Delaware**                      **94-1517641**  
**(State or other jurisdiction (I.R.S. Employer**

**of incorporation) Identification No.)**

**Storgatan 23C, 11455, Stockholm, Sweden**

**(Address of principal executive offices, including Zip Code)**

**Registrant's telephone number, including area code:**

**(408) 468-6722**

**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 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))

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

On June 8, 2015, the Company held its Annual Meeting of Stockholders.

1. Mr. Per Bystedt is reelected to the Board of Directors for a three year term.
2. Mr. Thomas Eriksson is reelected to the Board of Directors for a three year term.
3. The advisory vote related to executive compensation is ratified.
4. The Neonode 2015 Stock Incentive Plan is approved
5. The appointment of KMJ Corbin & Company LLC to serve as the Company's independent auditors for the year ended December 31, 2015 is ratified.

The results of the vote were as follows:

<b>Election of Directors</b>	<b>Votes For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>	
Elect Mr. Per Bystedt to three year term to Board of Directors	16,975,989	195,928	14,243,655	
<b>Election of Directors</b>	<b>Votes For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>	
Elect Mr. Thomas Eriksson to three year term to Board of Directors	17,083,899	88,018	14,243,655	
<b>Proposal</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
Hold an advisory vote on executive compensation (the "Say-on-Pay" vote)	15,812,951	356,189	1,002,777	14,243,655
<b>Proposal</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
To Approve the Neonode 2015 Stock Incentive Plan	15,797,538	357,595	1,016,784	14,243,655
<b>Proposal</b>	<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	

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Ratification of Appointment of KMJ Corbin and Company      30,377,454   330,105      708,013

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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 thereunto duly authorized.

NEONODE INC.

By: /s/ Lars Lindqvist  
Name: Lars Lindqvist  
Title: Chief Financial Officer

Date: June 8, 2015