

SYNNEX CORP
Form 8-K
March 21, 2019

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): March 15, 2019

SYNNEX CORPORATION

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction

001-31892

94-2703333
(IRS Employer

of Incorporation)

(Commission File Number) Identification No.)

44201 Nobel Drive

Fremont, California
(Address of Principal Executive Offices)

94538
(Zip Code)

(510) 656-3333

(Registrant's telephone number, including area code)

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 Instructions 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

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

SYNEX held an Annual Meeting of Stockholders on March 15, 2019, at which the following occurred:

Proposal 1: Election of eleven directors to hold office until the 2020 Annual Meeting of Stockholders:

| ELECTION OF DIRECTOR FOR | WITHHELD | BROKER NON-VOTES |
|--------------------------|------------|----------------------|
| Kevin Murai | 44,724,750 | 384,071 3,025,790 |
| Dwight Steffensen | 44,576,543 | 532,278 3,025,790 |
| Dennis Polk | 44,933,801 | 175,020 3,025,790 |
| Fred Breidenbach | 44,613,786 | 495,035 3,025,790 |
| Hau Lee | 43,982,351 | 1,126,470 3,025,790 |
| Matthew Miao | 28,739,013 | 16,369,808 3,025,790 |
| Gregory Quesnel | 44,516,120 | 592,701 3,025,790 |
| Ann Vezina | 45,060,476 | 48,345 3,025,790 |
| Thomas Wurster | 44,929,352 | 179,469 3,025,790 |
| Duane Zitzner | 44,917,757 | 191,064 3,025,790 |
| Andrea Zulberti | 45,060,257 | 48,564 3,025,790 |

Proposal 2: The advisory vote to approve SYNEX' executive compensation was as follows:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|------------|---------|---------|------------------|
| 44,263,178 | 807,851 | 37,788 | 3,025,794 |

Proposal 3: The vote to ratify the selection by the Audit Committee of the Board of Directors of KPMG LLP as SYNEX' independent registered public accountants was as follows:

| FOR | AGAINST | ABSTAIN |
|------------|---------|---------|
| 47,909,683 | 190,031 | 34,897 |

SIGNATURE

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.

Dated: March 20, 2019

SYNEX CORPORATION

By: /s/ Simon Y. Leung
Simon Y. Leung
Senior Vice President, General Counsel and Corporate Secretary