

Neonode, Inc
Form 8-K
May 08, 2013

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): May 6, 2013

NEONODE INC.

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

Commission File Number 1-35526

Delaware
(State or other jurisdiction
of incorporation)

94-1517641
(I.R.S. Employer
Identification No.)

2350 Mission College Blvd, Suite 190, Santa Clara, CA 95054
(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)

..

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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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TABLE OF CONTENTS

Item 5.07 Submission of Matters to a Vote of Security Holders.	3
Signatures	4

2

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

On May 6, 2013, the Company held its Annual Meeting of Stockholders.

1. Mr. John Reardon is reelected to the Board of Directors for a three year term.
2. The advisory vote related to executive compensation is ratified.
3. Increase the number of shares reserved under our 2006 Equity Incentive Plan is ratified.
4. The appointment of KMJ Corbin & Company LLC to serve as the Company's independent auditors for the year ended December 31, 2013 is ratified.

The results of the vote were as follows:

Election of Directors	Votes For	Withheld	Broker Non-Votes
Elect Mr. John Reardon to three year term to Board of Directors	14,325,261	576,832	8,213,155
Proposal Hold an advisory vote on executive compensation (the "Say-on-Pay" vote)	Votes For 11,872,464	Votes Against 2,890,419	Abstentions 139,210 Broker Non-Votes 8,213,155
Proposal Ratify the 2 million share increase in shares reserved under our 2006 Equity Incentive Plan	Vote For 8,545,364	Votes Against 6,231,017	Abstentions 125,712 Broker Non-Votes 8,213,155
Proposal Ratification of Appointment of KMJ Corbin and Company	Votes For 22,723,101	Votes Against 101,543	Abstentions 290,604

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/ David W. Brunton
Name:	David W. Brunton
Title:	Chief Financial Officer

Date: May 8, 2013