

ILLUMINA INC
Form 8-K
February 05, 2014

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): January 30, 2014

Illumina, Inc.

(Exact name of registrant as specified in its charter)

Delaware

001-35406

33-0804655

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

5200 Illumina Way,
San Diego, California

92122

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (858) 202-4500

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:

- ☐ 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))
-

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Effective as of January 30, 2014, the Board of Directors (the “Board”) of Illumina, Inc. (the “Company”) increased the size of the Board from nine to ten members and elected Francis A. deSouza, who currently serves as the Company’s President, to serve on the Board. Mr. deSouza has been assigned to serve in the class of directors currently including Dr. David Walt and Dr. Gerald Möller, and, consistent with the Company’s Corporate Governance Guidelines, Mr. deSouza will stand for election by the Company’s stockholders at the Company’s 2014 annual meeting of stockholders to serve for a two-year term commencing with such meeting. There is no arrangement or understanding between Mr. deSouza and any other person pursuant to which he was selected as a director. In addition, Mr. deSouza is not a party to any transaction with the Company reportable under Item 404(a) of Regulation S-K under the Securities Act of 1933. The Company did not enter into any material compensatory plan, contract, or arrangement, or make any grant or award under any such plan, contract, or arrangement, in connection with Mr. deSouza’s election to the Board.

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.

ILLUMINA, INC.

Date: February 5, 2014

By: /s/ Charles E. Dadswell
Name: Charles E. Dadswell
Title: Senior Vice President & General Counsel