

CREE INC  
Form 8-K  
October 27, 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): October 27, 2015

CREE, INC.

(Exact name of registrant as specified in its charter)

North Carolina  
(State or other jurisdiction of  
incorporation)

0-21154  
(Commission File  
Number)

56-1572719  
(I.R.S. Employer  
Identification Number)

4600 Silicon Drive  
Durham, North Carolina  
(Address of principal executive offices)

27703  
(Zip Code)

(919) 407-5300

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:

- ☐ 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 5.07 Submission of Matters to a Vote of Security Holders

The Company held its Annual Meeting of Shareholders on October 27, 2015. The shareholders considered three proposals, each of which is described in more detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on September 8, 2015.

Proposal No. 1: Election of nine nominees to serve as directors. The votes were cast as follows:

| Name               | Votes For  | Votes Withheld |
|--------------------|------------|----------------|
| Charles M. Swoboda | 62,293,797 | 8,553,748      |
| Clyde R. Hosein    | 53,825,771 | 17,021,774     |
| Robert A. Ingram   | 52,433,593 | 18,413,952     |
| C. Howard Nye      | 69,675,119 | 1,172,426      |
| Franco Plastina    | 62,870,640 | 7,976,905      |
| John B. Replogle   | 61,648,977 | 9,198,568      |
| Robert L. Tillman  | 53,739,752 | 17,107,793     |
| Thomas H. Werner   | 53,228,411 | 17,619,134     |
| Anne C. Whitaker   | 61,661,387 | 9,186,158      |

Broker Non-Votes: 20,966,782

All nominees were elected.

Proposal No. 2: Ratification of the appointment of PricewaterhouseCoopers LLP as independent auditors for the fiscal year ending June 26, 2016. The votes were cast as follows:

|  | Votes For  | Votes Against | Abstained |
|--|------------|---------------|-----------|
| Ratification of PricewaterhouseCoopers LLP appointment | 91,173,222 | 460,202       | 180,903   |

Proposal No. 2 was approved.

Proposal No. 3: Advisory (nonbinding) vote to approve executive compensation. The votes were cast as follows:

|  | Votes For  | Votes Against | Abstained |
|--|------------|---------------|-----------|
| Advisory (nonbinding) vote to approve executive compensation | 67,776,948 | 2,844,063     | 226,534   |

Broker Non-Votes: 20,966,782

Proposal No. 3 was approved.



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.

CREE, INC.

By: /s/ Michael E. McDevitt  
Michael E. McDevitt  
Executive Vice President and Chief Financial  
Officer

Date: October 27, 2015