

TANDEM DIABETES CARE INC
Form 8-K
May 13, 2016

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 11, 2016

Tandem Diabetes Care, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|------------------------------|--------------|---------------------|
| Delaware | 001-36189 | 20-4327508 |
| (State or other jurisdiction | (Commission | (I.R.S. Employer |
| of incorporation) | File Number) | Identification No.) |

| | |
|--|------------|
| 11045 Roselle Street, San Diego, CA | 92121 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code: (858) 366-6900

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.

Our Annual Meeting of Stockholders was held on May 11, 2016 (the “Annual Meeting”). We had 30,326,370 shares of common stock outstanding on March 16, 2016, the record date for the Annual Meeting. At the Annual Meeting, 27,547,443 shares of common stock were present in person or represented by proxy. The following sets forth the final results of the voting for the matters voted upon at the Annual Meeting. These matters are described in more detail in our definitive proxy statement, dated March 29, 2016.

Proposal 1: Election of three members of the Board of Directors of the Company. The shareholders elected three directors to hold office until the 2019 Annual Meeting of Stockholders, or until their successors are duly elected and qualified, by the following votes:

| Name of Director Elected | For | Withheld | Broker Non-Votes |
|--------------------------|------------|-----------|---------------------|
| Fred E. Cohen | 17,477,139 | 6,996,688 | 3,073,616 |
| Douglas A. Roeder | 23,310,515 | 1,163,312 | 3,073,616 |
| Jesse I. Treu | 23,311,073 | 1,162,754 | 3,073,616 |

Proposal 2: Ratification of the appointment of Ernst & Young LLP to serve as the independent registered public accountant for the 2016 fiscal year. The proposal was approved, by the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|---------------------|
| 27,511,415 | 15,153 | 20,875 | — |

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.

Tandem Diabetes Care, Inc.

/s/ David B. Berger

David B. Berger

Executive Vice President, General Counsel and Secretary

Date: May 13, 2016