

MAGICJACK VOCALTEC LTD
Form 8-K
July 13, 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): July 08, 2015

MAGICJACK VOCALTEC LTD.
(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|-----------------------------------|
| Israel | 000-27648 | |
| (State or other Jurisdiction of Incorporation or Organization) | (Commission File Number) | (IRS Employer Identification No.) |

12 BENNY GAON STREET, BUILDING 2B
POLEG INDUSTRIAL AREA, NETENYA, ISRAEL 42504
(Address of principal executive offices, including zip code)

Telephone: (561) 749-2255
(Registrant's telephone number, including area code)

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:

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

At the Meeting of the shareholders of the Company held on July 8, 2015, the following matters were approved by the Company's shareholders:

1. To approve the re-election of the following persons to serve as directors of the Company until the next annual general meeting of shareholders to be held in 2016 and until their successors have been duly elected and qualified:

Mr. Donald A. Burns

| | | | |
|-----------|---------|---------|-----------------|
| For | Against | Abstain | Broker non-Vote |
| 6,833,632 | 716,599 | 39,776 | 6,259,495 |

Mr. Richard Harris

| | | | |
|-----------|---------|---------|-----------------|
| For | Against | Abstain | Broker non-Vote |
| 6,911,007 | 624,524 | 54,476 | 6,259,495 |

Dr. Yuen Wah Sing

| | | | |
|-----------|---------|---------|-----------------|
| For | Against | Abstain | Broker non-Vote |
| 6,752,608 | 789,793 | 47,607 | 6,259,494 |

Mr. Gerald Vento

| | | | |
|-----------|---------|---------|-----------------|
| For | Against | Abstain | Broker non-Vote |
| 6,900,422 | 652,088 | 37,497 | 6,259,495 |

2. To approve the re-election of Mr. Yoseph Dauber to serve as an external director of the Company for a term of three years in accordance with the provisions of the Israeli Companies Law.

| | | | |
|-----------|---------|---------|-----------------|
| For | Against | Abstain | Broker non-Vote |
| 7,034,725 | 468,324 | 53,880 | 6,292,573 |

As provided for in the Israeli Companies Law, the proposal received a majority of the votes of the shareholders who are not controlling shareholders and do not have a personal interest in the approval of the proposal (excluding personal interest that is not due to a relationship with the controlling shareholder).

3. To approve a one year extension to the Employment Agreement with Mr. Vento.

| For | Against | Abstain | Broker non-Vote |
|-----------|---------|---------|-----------------|
| 6,882,138 | 635,840 | 65,737 | 6,265,787 |

As provided for in the Israeli Companies Law, the proposal received a majority of the votes of the shareholders who are not controlling shareholders and do not have a personal interest in the approval of the proposal.

4. Advisory vote on executive compensation.

| For | Against | Abstain | Broker non-Vote |
|-----------|---------|---------|-----------------|
| 6,709,441 | 592,005 | 288,562 | 6,259,494 |

5. To approve the reappointment of BDO USA, LLP and BDO Ziv Haft, Certified Public Accountants (Isr) as the Company's independent registered public auditors for the year ending December 31, 2015 and authorize the Company's Board of Directors, subject to approval by the Audit Committee, to fix the compensation of the auditors in accordance with the volume and nature of their services.

| For | Against | Abstain | Broker non-Vote |
|------------|---------|---------|-----------------|
| 13,529,234 | 155,947 | 164,321 | - |

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.

By: /s/ Jose Gordo
Name: Jose Gordo
Title: Chief Financial
Officer

Date: July 13, 2015
