

Avinger Inc
Form 8-K
June 07, 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)

June 6, 2016

Avinger, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-36817
(Commission File Number)

20-8873453
(IRS Employer
Identification No.)

400 Chesapeake Drive
Redwood City, California 94063

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(Address of principal executive offices, including zip code)

(650) 241-7900

(Registrant's telephone number, including area code)

(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)
 - ☐ 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.

On June 6, 2016, Avinger, Inc. (the **Company**) held its 2016 Annual Meeting of Stockholders (the **Annual Meeting**). Present at the Annual Meeting in person or by proxy were holders of 9,731,902 shares of the Company's common stock, representing 76.66% of the voting power of the shares of the Company's common stock as of April 8, 2016, the record date for the Annual Meeting, and constituting a quorum for the transaction of business. The matters before the annual meeting are described in more detail in the Company's definitive proxy statement filed with the United States Securities and Exchange Commission on April 13, 2016.

Proposal 1 Election of Directors. The following nominees were elected as Class I directors to serve until the 2019 Annual Meeting of Stockholders and until their respective successors are duly elected and qualified:

Nominee	Votes For	Votes Withheld	Broker Non-votes
John B. Simpson	6,059,825	1,034,759	2,637,318
Jeffrey M. Soinski	6,333,885	760,699	2,637,318

Proposal 2 Ratification of the Appointment of Independent Registered Public Accounting Firm. The appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for its fiscal year ending December 31, 2016 was ratified.

Votes For	Votes Against	Abstentions	Broker Non-votes
9,711,751	2,947	17,204	

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.

AVINGER, INC.

By: */s/ Jeffrey M. Soinski*
Jeffrey M. Soinski
Chief Executive Officer

Date: June 7, 2016