

MAGNACHIP SEMICONDUCTOR Corp  
Form 8-K  
August 13, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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): August 11, 2015**

**MagnaChip Semiconductor Corporation**

**(Exact name of Registrant as specified in its charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-34791**  
**(Commission**  
  
**File Number)**

**83-0406195**  
**(IRS Employer**  
  
**Identification No.)**

**c/o MagnaChip Semiconductor S.A.**

**1, Allée Scheffer, L-2520**

**Luxembourg, Grand Duchy of Luxembourg**  
**(Address of Principal Executive Offices)**

**Not Applicable**  
**(Zip Code)**

**Registrant's telephone number, including area code: (352) 45-62-62**

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.**

MagnaChip Semiconductor Corporation (the Company) held its 2015 Annual Meeting of Stockholders on August 11, 2015. As of the close of business on the record date of July 17, 2015, there were 34,561,468 shares of the Company's common stock outstanding and entitled to vote at the Annual Meeting. The number of shares of the Company's common stock present at the meeting, in person or by proxy, was 31,704,805, or 91.7% of the outstanding shares.

At the meeting, the following proposals were submitted to a vote of the Company's stockholders, with the final voting results indicated below:

**Proposal 1 Election of Directors.** The Company's stockholders elected the following two Class I directors and three Class III directors to serve until the 2018 and 2017 Annual Meetings of Stockholders, respectively, and until their respective successors are elected and qualified.

*Class I Directors:*

|                  | <b>For</b> | <b>Withheld</b> | <b>Broker Non-Votes</b> |
|------------------|------------|-----------------|-------------------------|
| R. Douglas Norby | 16,579,983 | 12,739,625      | 2,385,197               |
| Ilbok Lee        | 16,787,654 | 12,531,954      | 2,385,197               |

*Class III Directors:*

|                | <b>For</b> | <b>Withheld</b> | <b>Broker Non-Votes</b> |
|----------------|------------|-----------------|-------------------------|
| Michael Elkins | 16,675,106 | 12,644,502      | 2,385,197               |
| Young-Joon Kim | 17,665,653 | 11,653,955      | 2,385,197               |
| Brian Mulhern  | 16,756,714 | 12,562,894      | 2,385,197               |

**Proposal 2 Advisory Vote to Approve Compensation of Named Executive Officers.** The Company's stockholders approved, on an advisory basis, the compensation of the Company's named executive officers as disclosed in the Company's 2015 proxy materials.

| <b>For</b> | <b>Against</b> | <b>Abstained</b> | <b>Broker Non-Votes</b> |
|------------|----------------|------------------|-------------------------|
| 28,387,493 | 925,456        | 6,659            | 2,385,197               |

**Proposal 3 Ratification of the Appointment of Samil PricewaterhouseCoopers.** The Company's stockholders ratified the appointment of Samil PricewaterhouseCoopers as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015.

| <b>For</b> | <b>Against</b> | <b>Abstained</b> |
|------------|----------------|------------------|
| 31,666,371 | 33,316         | 5,118            |

There were no broker non-votes with respect to Proposal 3.

**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.

MAGNACHIP SEMICONDUCTOR CORPORATION

Dated: August 13, 2015

By: /s/ Theodore Kim  
Theodore Kim  
Chief Compliance Officer, Executive Vice  
President, General Counsel and Secretary