

AMBARELLA INC
Form 8-K
March 30, 2017

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
March 28, 2017

Date of Report (date of earliest event reported)

AMBARELLA, INC.

(Exact name of Registrant as specified in its charter)

Cayman Islands
(State or other jurisdiction

of incorporation)

001-35667
(Commission

File Number)

98-0459628
(I. R. S. Employer

Identification No.)

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3101 Jay Street

Santa Clara, CA 95054

(Address of principal executive offices)

Registrant's telephone number, including area code: (408) 734-8888

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 (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))

Item 8.01. Other Events

Non-Employee Director Compensation Arrangements

On March 28, 2017, the Board of Directors (the Board) of Ambarella, Inc. (the Company), upon the recommendation of the Compensation Committee of the Board, approved an amendment to the Company s 2012 Equity Incentive Plan (the Plan) to establish an annual limit on the total value of equity compensation that may be paid to each non-employee director under the Plan. The foregoing description is qualified in its entirety by reference to the amended Plan, which the Company has filed as an exhibit to its Annual Report on Form 10-K for the fiscal year ended January 31, 2017.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 30, 2017

Ambarella, Inc.

/s/ George Laplante
George Laplante
Chief Financial Officer