

CUTERA INC  
Form 8-K  
June 19, 2014

---

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

June 18, 2014  
Date of Report (date of earliest event reported)

---

Cutera, Inc.  
(Exact name of Registrant as specified in its charter)

Delaware                                      000-50644                                      77-0492262  
(State or other jurisdiction of incorporation)    (Commission File Number)    (I.R.S. Employer Identification No.)

3240 Bayshore Blvd.  
Brisbane, California 94005  
(Address of principal executive offices)

(415) 657-5500  
(Registrant's telephone number, including area code)

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 5.07. Submission of Matters to a Vote of Security Holders.

Cutera, Inc. (the “Company” or “Cutera”) held its Annual Meeting of Stockholders on June 18, 2014 (the “Annual Meeting”). As of April 22, 2014, the record date of the Annual Meeting, 14,193,752 shares of our common stock were outstanding and entitled to vote at the Annual Meeting. A total of 11,576,288 shares, or approximately 82.0%, of our common stock, constituting a quorum, were represented in person or by proxy at the Annual Meeting.

Cutera’s stockholders voted on three proposals at the Annual Meeting. The final results of the votes regarding each proposal are set forth below.

Proposal One – Election of Directors. The nominees for directors were elected based on the following votes:

| Nominees          | Votes For | Votes     |           | Broker Non-Votes |
|-------------------|-----------|-----------|-----------|------------------|
|                   |           | Withheld  | Non-Votes |                  |
| Kevin P. Connors  | 8,970,454 | 986,346   | 1,619,488 |                  |
| David A. Gollnick | 8,796,862 | 1,159,938 | 1,619,488 |                  |

Kevin P. Connors and David A. Gollnick were elected as Class I directors to serve for three-year terms expiring at the 2017 Annual Meeting of Stockholders.

Proposal Two – Ratification of BDO USA, LLP as our Independent Registered Public Accounting Firm. The proposal was approved and the results of the voting were as follows:

| Votes For  | Votes   |         | Broker Non-Votes |
|------------|---------|---------|------------------|
|            | Against | Abstain |                  |
| 10,806,447 | 18,837  | 751,004 | —                |

Proposal Three – Non-Binding Advisory Vote on the Compensation of Named Executive Officers. The proposal was approved and the results of the voting were as follows:

| Votes For | Votes   |         | Broker Non-Votes |
|-----------|---------|---------|------------------|
|           | Against | Abstain |                  |
| 9,467,131 | 125,234 | 364,435 | 1,619,488        |

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.

Cutera, Inc.

Date: June 19, 2014. By: /s/ Ronald J. Santilli  
Ronald J. Santilli  
Executive Vice  
President, Finance and  
Administration and  
Chief Financial  
Officer

---