

INFORMATICA CORP

FORM 8-K (Current report filing)

Filed 06/24/15 for the Period Ending 06/23/15

Address	2100 SEAPORT BLVD REDWOOD CITY, CA 94063
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Industry	Software & Programming
Sector	Technology
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**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 23, 2015

INFORMATICA CORPORATION

(Exact name of registrant as specified in its charter)

State of Delaware
(State or other jurisdiction of
incorporation or organization)

0-25871
(Commission File Number)

77-0333710
(I.R.S. Employer
Identification Number)

2100 Seaport Blvd
Redwood City, California 94063
(Address of principal executive offices)

(650) 385-5000
(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:

- Written communications pursuant to Rule 425 under 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 23, 2015, Informatica Corporation (“Informatica”) held a Special Meeting of Stockholders (the “Special Meeting”). At the Special Meeting, the stockholders of Informatica voted on and approved the following matters:

Proposal One — Adoption Of The Merger Agreement . The stockholders of Informatica cast their votes on the proposal to adopt the Agreement and Plan of Merger, dated as of April 6, 2015, by and among Italic Inc., Ithaca Merger Sub LLC, and Informatica Corporation (the “Merger Agreement”) as follows:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>
76,704,987	145,336	1,464,542

Proposal Two — Adjournment Of The Special Meeting . The stockholders of Informatica cast their votes with respect to adjourn the Special Meeting to a later date or dates if necessary or appropriate to solicit additional proxies if there are insufficient votes to adopt the Merger Agreement at the time of the special meeting as follows:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>
71,985,221	4,849,190	1,460,462

Proposal Three — Advisory Vote on Executive Compensation . The stockholders of Informatica cast their votes with respect to approve, by non-binding, advisory vote, compensation that will or may become payable to Informatica’s named executive officers in connection with the Merger as follows:

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>
66,037,863	10,337,908	1,919,101

Item 8.01 Other Events

On June 23, 2015, Informatica issued a press release announcing the final voting results of the Informatica Special Meeting held on June 23, 2015. A copy of the press release is filed herewith as Exhibit 99.1 and is incorporated into this Item 8.01 by reference.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of Informatica Corporation dated June 23, 2015.

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.

Date: June 24, 2015

INFORMATICA CORPORATION

By: /s/ MICHAEL BERRY

Michael Berry

Chief Financial Officer and EVP

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release of Informatica Corporation dated June 23, 2015.



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**INFORMATICA STOCKHOLDERS APPROVE ACQUISITION BY
THE PERMIRA FUNDS AND THE CANADA PENSION PLAN INVESTMENT BOARD**

REDWOOD CITY, Calif., June 23, 2015 — Informatica Corporation (NASDAQ: INFA), the world's number one independent provider of enterprise data integration software and services, today announced that at the special meeting of Informatica's stockholders held on June 23, 2015, its stockholders had approved the previously announced acquisition of Informatica by the Permira funds and the Canada Pension Plan Investment Board (CPPIB). The transaction is expected to be completed in the third quarter of 2015, subject to the receipt of certain regulatory approvals and the satisfaction of other customary closing conditions.

About Informatica

Informatica Corporation (Nasdaq:INFA) is the world's number one independent provider of data integration software. Organizations around the world rely on Informatica to realize their information potential and drive top business imperatives. Informatica Vibe, the industry's first and only embeddable virtual data machine (VDM), powers the unique "Map Once. Deploy Anywhere." capabilities of the Informatica Platform. Worldwide, over 5,800 enterprises depend on Informatica to fully leverage their information assets from devices to mobile to social to big data residing on-premise, in the Cloud and across social networks. For more information, call +1 650-385-5000 (1-800-653-3871 in the U.S.), or visit www.informatica.com. Connect with Informatica at <http://www.facebook.com/InformaticaCorporation>, <http://www.linkedin.com/company/informatica> and <http://twitter.com/InformaticaCorp>.

Note: *Informatica*, *Informatica Platform* and *Informatica Vibe* are trademarks or registered trademarks of Informatica Corporation in the United States and in jurisdictions throughout the world. All other company and product names may be trade names or trademarks of their respective owners.

Cautionary Statement Regarding Forward-Looking Statements

Statements about the expected timing, completion and effects of the proposed transaction and all other statements in this report, other than historical facts, constitute forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Readers are cautioned not to place undue reliance on these forward-looking statements and any such forward-looking statements are qualified in their entirety by reference to the following cautionary statements. All forward-looking statements speak only as of the date hereof and are based on current expectations and involve a number of assumptions, risks and uncertainties that could cause the actual results to differ materially from such forward-looking statements. Informatica Corporation (the “Company”) may not be able to complete the proposed transaction on the terms described above or other acceptable terms or at all because of a number of factors, including the failure to satisfy the closing conditions. Factors that may affect the business or financial results of the Company are described in the risk factors included in the Company’s filings with the Securities and Exchange Commission (the “SEC”), including the Company’s 2014 Annual Report on Form 10-K and later filed quarterly reports on Form 10-Q and Current Reports on Form 8-K, which factors are incorporated herein by reference. The Company expressly disclaims a duty to provide updates to forward-looking statements, whether as a result of new information, future events or other occurrences.