

HALOZYME THERAPEUTICS INC  
Form 8-K  
May 16, 2014

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): May 13, 2014

HALOZYME THERAPEUTICS, INC.

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(Exact name of registrant as specified in its charter)

|  |                          |                                      |
|--|--------------------------|--------------------------------------|
| Delaware                                       | 001-32335                | 88-0488686                           |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

|   |            |
|---|------------|
| 11388 Sorrento Valley Road, San Diego, California | 92121      |
| (Address of principal executive offices)          | (Zip Code) |

Registrant's telephone number, including area code: 858-794-8889  
Not Applicable

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(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 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 May 13, 2014, Halozyme Therapeutics, Inc. (the "Company") held its Annual Meeting of Stockholders. Of the 124,483,469 shares of the Company's common stock outstanding as of the record date, 100,349,933 shares were represented at the annual meeting.

The stockholders considered three proposals at the meeting, each of which is described in more detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on April 7, 2014. The number of votes cast for and against (or withheld) and the number of abstentions and broker non-votes with respect to each matter voted upon are set forth below.

Proposal 1: Election of three Class I directors to hold office for a three-year term expiring at the 2017 Annual Meeting of Stockholders or until their respective successors are duly elected and qualified:

| Names              | Votes For  | Withheld  | Broker Non-Votes |
|--------------------|------------|-----------|------------------|
| Kathryn E. Falberg | 69,005,541 | 1,159,004 | 30,185,388       |
| Kenneth J. Kelley  | 68,924,589 | 1,239,956 | 30,185,388       |
| Matthew L. Posard  | 69,048,335 | 1,116,210 | 30,185,388       |

Each of the foregoing candidates were elected and each received affirmative votes from more than a majority of the outstanding shares.

Proposal 2: The advisory vote on the compensation of the Company's executive officers was as follows:

| Votes For  | Votes Against | Abstain | Broker Non-Votes |
|------------|---------------|---------|------------------|
| 69,277,648 | 782,129       | 104,768 | 30,185,388       |

The foregoing proposal was approved.

Proposal 3: The vote on a proposal to ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2014 was as follows:

| Votes For  | Votes Against | Abstain | Broker Non-Votes |
|------------|---------------|---------|------------------|
| 99,843,644 | 362,098       | 144,191 | —                |

The foregoing proposal was approved.

**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.

HALOZYME THERAPEUTICS, INC.

May 16, 2014

By: /s/ Jean I. Liu

Name: Jean I. Liu

Title: Vice President, General Counsel and Secretary