

**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 6, 2019**

NETFLIX, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35727
(Commission
File Number)

77-0467272
(I.R.S. Employer
Identification No.)

100 Winchester Circle, Los Gatos, CA
(Address of principal executive offices)

95032
(Zip Code)

(408) 540-3700
(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 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class
Common stock, par value \$0.001 per share

Trading Symbol(s)
NFLX

Name of each exchange on which registered
Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On June 6, 2019, Netflix, Inc. (the “Company”) held its annual meeting of stockholders via the internet (“Annual Meeting”). As of April 8, 2019, the Company’s record date, there were a total of 437,219,953 shares of common stock outstanding and entitled to vote at the Annual Meeting. At the Annual Meeting, 396,823,658 shares of common stock were represented in person or by proxy and, therefore, a quorum was present.

The stockholders of the Company voted on the following items at the Annual Meeting:

1. To elect four Class II directors to hold office until the 2022 Annual Meeting of Stockholders;
2. To ratify the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2019;
3. Advisory approval of the Company’s executive officer compensation;
4. A stockholder proposal regarding political disclosure; and
5. A stockholder proposal regarding simple majority vote.

For more information about the foregoing proposals, see the Company's definitive proxy statement dated April 23, 2019.

The number of votes cast, as applicable, for, against and withheld, and the number of abstentions and broker non-votes with respect to each matter voted upon are set forth below:

1. Election of Directors

Nominee	For	Withheld	Broker Non-Votes
Timothy M. Haley	141,523,020	176,665,839	78,634,799

Nominee	For	Withheld	Broker Non-Votes
Leslie Kilgore	149,710,414	168,478,445	78,634,799

Nominee	For	Withheld	Broker Non-Votes
Ann Mather	103,806,509	214,382,350	78,634,799

Nominee	For	Withheld	Broker Non-Votes
Susan Rice	116,095,417	202,093,442	78,634,799

Based on the votes set forth above, all of the director nominees were duly elected.

2. To Ratify the Appointment of Ernst & Young LLP as the Company's Independent Registered Public Accounting Firm for the Year Ending December 31, 2019

The proposal to ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ending December 31, 2019 received the following votes:

For	Against	Abstain	Broker Non-Votes
381,150,626	8,231,690	7,441,342	—

Based on the votes set forth above, the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ending December 31, 2019 was duly ratified.

3. Advisory Approval of the Company's Executive Officer Compensation

The proposal to receive a non-binding advisory vote on executive compensation received the following votes:

For	Against	Abstain	Broker Non-Votes
158,469,887	158,660,749	1,058,223	78,634,799

Based on the votes set forth above, the stockholders advised that they were against the named executive officer compensation set forth in the proxy statement.

4. Stockholder Proposal Regarding Political Disclosure

The non-binding proposal from a stockholder to disclose political contributions received the following votes:

For	Against	Abstain	Broker Non-Votes
129,547,795	181,192,817	7,448,247	78,634,799

Based on the votes set forth above, the non-binding proposal from a stockholder to disclose political contributions was not approved.

5. Stockholder Proposal Regarding Simple Majority Vote

The non-binding proposal from a stockholder for simple majority vote received the following votes:

For	Against	Abstain	Broker Non-Votes
273,962,894	37,468,835	6,757,130	78,634,799

Based on the votes set forth above, the non-binding proposal from a stockholder for simple majority vote was duly 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.

NETFLIX, INC.

Date: June 12, 2019

/s/ David Hyman

David Hyman

General Counsel and Secretary