

Mimecast Ltd  
Form 6-K  
August 03, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**FORM 6-K**

**Report of Foreign Private Issuer**  
**Pursuant to Rule 13a-16 or 15d-16**  
**of the Securities Exchange Act of 1934**  
**August 3, 2017**

**MIMECAST LIMITED**

**CityPoint, One Ropemaker Street, Moorgate**

**London EC2Y 9AW**

**United Kingdom**

**Tel: +44 0207 847 8700**

**(Address, Including ZIP Code, and Telephone Number,**

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**Including Area Code, of Registrant s Principal Executive Offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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**SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS**
**Annual General Meeting Results**

On August 3, 2017, Mimecast Limited, a company organized under the laws of the Bailiwick of Jersey, the Channel Islands (the "Company"), held its annual general meeting ("AGM") of shareholders. There were 56,851,961 outstanding Company shares entitled to vote at the AGM as of August 1, 2017 (the "Record Date"). At the AGM, the matters on which the shareholders voted, in person or by proxy were to:

1. receive the Company's accounts for the year ended March 31, 2017 together with the directors' report and the auditors' report on those accounts;
2. re-elect Neil Murray as a Class II director of the Company;
3. re-elect Christopher FitzGerald as a Class II director of the Company;
4. re-appoint Ernst & Young LLP in the United Kingdom as auditors of the Company to hold office from the conclusion of the meeting until the conclusion of the annual general meeting of the Company to be held in 2018; and
5. authorise the board to determine the remuneration of the auditors.

The shareholders received the Company's accounts for the year ended March 31, 2017 together with the directors' report and the auditors' report on those accounts, Messrs. Murray and FitzGerald were re-elected, the shareholders re-appointed Ernst & Young LLP as auditors of the Company to hold office from the conclusion of the meeting until the conclusion of the annual general meeting of the Company to be held in 2018, and the shareholders authorised the board to determine the remuneration of the auditors. The results of the voting were as follows:

***Receipt of Company's Accounts***

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Withheld</b> |
|------------------|----------------------|-----------------------|
| 33,688,853       | 415                  | 19,540                |

***Election of Directors:***

| <b>Director</b>        | <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Withheld</b> |
|------------------------|------------------|----------------------|-----------------------|
| Neil Murray            | 33,703,513       | 3,887                | 1,408                 |
| Christopher FitzGerald | 33,453,391       | 230,376              | 25,041                |

***Re-appointment of Ernst & Young LLP:***

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Withheld</b> |
|------------------|----------------------|-----------------------|
| 33,700,412       | 2                    | 8,394                 |

*Authorisation to Determine Remuneration of Auditors:*

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Withheld</b> |
|------------------|----------------------|-----------------------|
| 33,698,334       | 1,250                | 9,224                 |

**INFORMATION CONTAINED IN THIS FORM 6-K REPORT**

The information in this 6-K shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the *Exchange Act*) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**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, thereunto duly authorized.

Date: August 3, 2017

**MIMECAST LIMITED**

By: /s/ Robert Nault  
Robert Nault  
General Counsel