

AVEO PHARMACEUTICALS INC  
Form 8-K  
May 31, 2016

**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 26, 2016**

**AVEO Pharmaceuticals, Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-34655**  
**(Commission**  
  
**File Number)**

**04-3581650**  
**(IRS Employer**  
  
**Identification No.)**

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**One Broadway, 14th Floor**

**Cambridge, Massachusetts**

**(Address of Principal Executive Offices)**

**Registrant's telephone number, including area code: (617) 588-1960**

**02142**

**(Zip Code)**

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.**

On May 26, 2016, AVEO Pharmaceuticals, Inc. (the Company) held its 2016 Annual Meeting of Stockholders (the Annual Meeting). Of the 58,181,715 shares of common stock outstanding as of March 31, 2016, the record date, 44,028,534 shares were represented at the Annual Meeting (in person or by proxy), constituting 75.67% of the outstanding shares entitled to vote. At the Annual Meeting, the Company's stockholders voted on the following proposals:

1. The following nominees were elected to the Company's Board of Directors for terms expiring at the 2017 annual meeting of stockholders.

|                    | For        | Withheld  | Broker Non-Votes |
|--------------------|------------|-----------|------------------|
| Mr. Michael Bailey | 18,361,503 | 481,744   | 25,185,287       |
| Mr. Kenneth Bate   | 17,050,505 | 1,792,742 | 25,185,287       |
| Dr. Anthony Evnin  | 18,329,967 | 513,280   | 25,185,287       |
| Mr. Henri Termeer  | 18,361,267 | 481,980   | 25,185,287       |
| Dr. Robert Young   | 18,366,578 | 476,669   | 25,185,287       |

2. A non-binding, advisory proposal on the compensation of the Company's named executive officers was approved.

|                   |            |
|-------------------|------------|
| For:              | 18,201,331 |
| Against:          | 496,243    |
| Abstain:          | 145,673    |
| Broker Non-Votes: | 25,185,287 |

3. The appointment of Ernst & Young LLP as the independent registered public accounting firm for the Company for the fiscal year ending December 31, 2016 was ratified.

|                   |            |
|-------------------|------------|
| For:              | 42,764,578 |
| Against:          | 864,714    |
| Abstain:          | 399,242    |
| Broker Non-Votes: | 44,028,534 |

**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.

**AVEO Pharmaceuticals, Inc.**

Date: May 31, 2016

By: /s/ Michael Bailey  
Michael Bailey  
President and Chief Executive Officer