





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

(a) At the Annual General Meeting of the shareholders of Open Text Corporation (the "Company") held on September 21, 2017 (the "Annual Meeting"), the proposals listed below were submitted to a vote of the shareholders.

(b) At the Annual Meeting, each proposal was approved by the shareholders pursuant to the voting results set forth below. Shareholders holding 215,819,358 of the Company's common shares ("Common Shares") representing 81.36% of the outstanding Common Shares were present in person or by proxy at the Annual Meeting.

## Proposal 1 - Election of Directors

The following table sets forth information regarding the election of each of the following nominees as directors of the Company until the next annual meeting of shareholders of the Company or until the successor of such director is duly elected or appointed:

	Outcome of Vote	Votes For	Votes Withheld	Broker Non-Votes
(a) P. Thomas Jenkins;	Carried by ballot	204,679,276 97.50%	5,243,017 2.50%	5,897,065
(b) Mark Barrenechea;	Carried by ballot	208,439,686 99.29%	1,482,607 0.71%	5,897,065
(c) Randy Fowlie;	Carried by ballot	204,560,383 97.45%	5,361,910 2.55%	5,897,065
(d) Gail E. Hamilton;	Carried by ballot	209,509,589 99.80%	412,704 0.20%	5,897,065
(e) Brian J. Jackman;	Carried by ballot	203,796,245 97.08%	6,126,048 2.92%	5,897,065
(f) Stephen J. Sadler;	Carried by ballot	205,344,464 97.82%	4,577,829 2.18%	5,897,065
(g) Michael Slaunwhite;	Carried by ballot	198,917,547 94.76%	11,004,746 5.24%	5,897,065
(h) Katharine B. Stevenson;	Carried by ballot	206,797,934 98.51%	3,124,359 1.49%	5,897,065
(i) Carl Jürgen Tinggren; and	Carried by ballot	209,815,191 99.95%	107,102 0.05%	5,897,065
(j) Deborah Weinstein.	Carried by ballot	182,278,745 86.83%	27,643,548 13.17%	5,897,065

## Proposal 2 - Re-Appointment of Independent Auditors

The shareholders approved the re-appointment of KPMG LLP, Chartered Professional Accountants, as the independent auditors of the Company to hold office until the next annual meeting of shareholders or until a successor is appointed, as set forth below:

Votes For    Votes Withheld  
212,623,805 (98.52%)    3,193,187 (1.48%)

There were no broker non-votes.

## Proposal 3 - Shareholder Advisory Vote on Executive Compensation (Say-on-Pay Vote)

The shareholders approved, on an advisory basis, the adoption of a special resolution accepting the Company's approach to executive compensation, as set forth below:

Votes For    Votes Against  
197,531,215 (94.10%)    12,391,079 (5.90%)

There were 5,897,064 broker non-votes.

## Item 8.01 Other Events of Importance to Security Holders.

On September 21, 2017, the Company issued a press release announcing the voting results for its election of directors at its Annual Meeting held earlier that day in Waterloo, Ontario. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

On September 21, 2017, the Board of Directors of the Company re-appointed P. Thomas Jenkins as Chair of the Board of Directors and appointed Mark Barrenechea as Vice-Chair of the Board of Directors.

Item 9.01 Financial Statements and Exhibits  
(d) Exhibits

Exhibit No.	Description
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99.1	Press Release issued by Open Text Corporation on September 21, 2017
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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.

OPEN TEXT CORPORATION

September 21, 2017 By: /s/ Gordon A. Davies  
Gordon A. Davies  
EVP, Chief Legal Officer and Corporate Development

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Exhibit Index

Exhibit No.	Description
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99.1	<u>Press Release issued by Open Text Corporation on September 21, 2017</u>
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