

ILLUMINA INC
Form 8-K
January 27, 2017

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): January 26, 2017

Illumina, Inc.
(Exact name of registrant as specified in its charter)

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|--|-----------------------------|---|
| Delaware | 001-35406 | 33-0804655 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

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|--|------------------------|
| 5200 Illumina Way, San Diego, California (Address of principal executive offices) | 92122 (Zip Code) |
|--|------------------------|

(858) 202-4500
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K 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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

5.02(d)

Effective as of January 26, 2017, the Board of Directors (the “Board”) of Illumina, Inc. (the “Company”) increased the size of the Board from nine to ten members and elected Caroline Dorsa to serve on the Board. Ms. Dorsa has been assigned to serve in the class of directors standing for election at the Company’s 2017 annual meeting of stockholders, which currently includes Daniel Bradbury, Robert Epstein, Roy Whitfield and Philip Schiller, and, consistent with the Company’s Corporate Governance Guidelines, Ms. Dorsa will stand for election by the Company’s stockholders at the Company’s 2017 annual meeting of stockholders to serve for a three-year term commencing with such meeting. She has been appointed to serve as a member of the Audit Committee of the Board. There is no arrangement or understanding between Ms. Dorsa and any other person pursuant to which he was selected as a director. In addition, Ms. Dorsa is not a party to any transaction with the Company reportable under Item 404(a) of Regulation S-K under the Securities Act of 1933. Ms. Dorsa will participate in the non-employee director compensation programs described under “Director Compensation” in the Company’s proxy statement filed on April 8, 2016.

A copy of the press release announcing the appointment of Ms. Dorsa is attached as Exhibit 99.1 to this Current Report on Form 8-K.

SIGNATURE

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.

ILLUMINA, INC.

Date: January 27, 2017 By: /s/ CHARLES E. DADSWELL
Charles E. Dadswell
Senior Vice President, General
Counsel and Secretary