

Financial Engines, Inc.
Form 8-K
May 21, 2015

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 19, 2015

FINANCIAL ENGINES, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

001-34636
(Commission

File Number)

94-3250323
(I.R.S. Employer

Identification Number)

1050 Enterprise Way, 3d Floor

Sunnyvale, California
(address of principal executive offices)

(408) 498-6000

94089
(Zip Code)

(Registrant's telephone number, Including area code)

N/A

(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 obligations 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.

Financial Engines held the Annual Meeting of Stockholders on May 19, 2015. There were 51,809,740 shares of common stock entitled to vote at the Annual Meeting, of which 50,147,332 shares were voted in person or by proxy. The following matters were voted upon as follows:

Proposal 1: Election of three Class II directors to hold office until the 2018 Annual Meeting of Stockholders or until their successors are elected and qualified:

NOMINEES	FOR	WITHHELD	BROKER NON-VOTES
E. Olena Berg-Lacy	46,920,878	1,012,584	2,213,870
John B. Shoven	46,889,857	1,043,605	2,213,870
David B. Yoffie	47,774,497	158,865	2,213,870

Proposal 2: The ratification of the appointment of KPMG LLP as Financial Engines independent registered public accountants:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
50,016,835	2,342	128,155	-0-

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.

Dated: May 21, 2015

FINANCIAL ENGINES, INC.

By: /s/ Anne Tuttle Cappel

Anne Tuttle Cappel, Executive Vice
President, General Counsel and Secretary