

INPHI Corp  
Form 8-K  
September 26, 2012

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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): **September 19, 2012**

INPHI CORPORATION

(Exact name of registrant as specified in its charter)

001-34942

(Commission File Number)

Delaware	77-0557980
(State or other jurisdiction of incorporation)	(I.R.S. Employer Identification No.)

3945 Freedom Circle, Suite 1100, Santa Clara, California 95054

(Address of principal executive offices, with zip code)

(408) 217-7300

(Registrant's telephone number, including area 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)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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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.

Inphi Corporation ("Inphi") held a Special Meeting of Stockholders on September 19, 2012. There were 28,553,444 shares of common stock entitled to vote at the Special Meeting of Stockholders, of which 23,826,258 shares were voted in person or by proxy. The following matter was voted upon as follows:

Proposal 1: Approval of a One-Time Stock Option Exchange Program for Employees (excluding executive officers and directors):

FOR		AGAINST		ABSTAIN		BROKER NON-VOTES
14,898,463		8,924,395		3,400		0

SIGNATURES

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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.

		INPHI CORPORATION	
Date: September 26, 2012			By: /s/ John Edmunds
			John Edmunds
			Chief Financial Officer and Chief Accounting Officer