UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

June 7, 2017

Date of Report (date of earliest event reported)

AMBARELLA, INC.

(Exact name of Registrant as specified in its charter)

Cayman Islands (State or other jurisdiction of incorporation) 001-35667 (Commission File Number) 98-0459628 (I. R. S. Employer Identification No.)

3101 Jay Street Santa Clara, CA 95054 (Address of principal executive offices)

Registrant's telephone number, including area code: (408) 734-8888

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 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))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).
Emerging growth company \Box
If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On June 7, 2017, Ambarella, Inc. held its 2017 Annual Meeting of Shareholders. Of the 33,531,357 ordinary shares outstanding as of April 13, 2017, the record date for the meeting, 26,491,067 ordinary shares were represented at the meeting in person or by proxy, constituting 79% of the outstanding ordinary shares entitled to vote. The matters voted upon at the meeting and the voting results with respect to each such matter are set forth below:

(i) Election of two Class II directors for a term of three years expiring in 2020:

<u>Name</u>	For	Withheld
Leslie Kohn	12,732,616	972,573
D. Jeffrey Richardson	12,722,779	982,410

There were 12,785,878 broker non-votes with respect to the election of each of the directors listed above.

(ii) Ratification of appointment of PricewaterhouseCoopers LLP as the company's independent registered public accounting firm for the fiscal year ending January 31, 2018:

For: 25,811,197 **Against:** 598,477 **Abstentions:** 81,393

(iii) Approval, on an advisory basis, of the compensation of the company's named executive officers:

For: 13,079,153 **Against:** 569,927 **Abstentions:** 56,109

There were 12,785,878 broker non-votes with respect to this proposal.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 12, 2017

Ambarella, Inc.

/s/ George Laplante

George Laplante Chief Financial Officer