

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-K/A**

(Amendment No. 1)

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

Date of Report (Date of earliest event reported): June 2, 2021

**Ooma, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**001-37493**  
(Commission  
File Number)

**06-1713274**  
(I.R.S. Employer  
Identification No.)

**525 Almanor Avenue, Suite 200, Sunnyvale, California 94085**  
(Address of principal executive offices)

**(650) 566-6600**

(Registrant's telephone number, including area code)

**Not applicable**

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001	OOMA	The New York Stock Exchange

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

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.

## **Explanatory Note**

This current report on Form 8-K/A is filed as an amendment (this "Amendment") to the Current Report on Form 8-K filed by Ooma, Inc. (the "Company") dated June 8, 2021 (the "Original Report"). The Company filed the Original Report to disclose the results of the matters submitted to a vote by the Company's stockholders at the annual meeting of stockholders held on June 2, 2021 (the "2021 Annual Meeting"). The sole purpose of this Amendment is to disclose, in accordance with Item 5.07(d) of Form 8-K, the Company's decision regarding how frequently it will submit to stockholders future advisory votes on the compensation of the Company's named executive officers ("say-on-pay proposals") until the next required advisory vote regarding the frequency of future say-on-pay proposals.

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

As described in the Original Report, the Company held its 2021 Annual Meeting on June 2, 2021. At the 2021 Annual Meeting, the Company's stockholders voted on, among other matters, an advisory and non-binding vote regarding the frequency of future say-on-pay proposals. As reported in the Original Report, at the Company's 2021 Annual Meeting, the stockholders selected every year as the preferred frequency of holding future advisory and non-binding votes on the compensation of the Company's named executive officers. Following the 2021 Annual Meeting, the Company's Board of Directors considered the results of the advisory stockholder vote regarding the frequency of future say-on-pay proposals, and determined that the Company will submit future say-on-pay proposals to stockholders every year, consistent with the stockholder vote.

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**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.

OOMA, INC.

Date: September 9, 2021

By: /s/ Jenny C. Yeh  
Jenny C. Yeh  
Vice President, General Counsel