

NATUS MEDICAL INC  
Form 8-K/A  
September 09, 2011

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## FORM 8-K/A

### 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, 2011

## Natus Medical Incorporated

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction

of incorporation)

000-33001  
(Commission

File Number)

1501 Industrial Road, San Carlos, California 94070

(Address of principal executive offices) (Zip Code)

77-0154833  
(IRS Employer

Identification No.)

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Registrant's telephone number, including area code: (650) 802-0400

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))

**Explanatory Note**

This Current Report on Form 8-K/A is being filed as an amendment ( Amendment No. 1 ) to the Current Report on Form 8-K filed by Natus Medical Incorporated (the Company ) with the U.S. Securities and Exchange Commission on June 3, 2011 ( Original Filing ). The sole purpose of this Amendment No. 1 is to disclose the Company's decision as to how frequently it will conduct future stockholder votes on executive compensation. No other changes have been made to the Original Filing.

**ITEM 5.07 Submission of Matters to a Vote of Security Holders**

At the Company's 2011 Annual Stockholders Meeting held on June 2, 2011, the Company's stockholders voted on, among other matters, a proposal on the frequency of future stockholder votes on executive compensation. As previously reported by the Company, a frequency of every One Year received the highest number of votes on the proposal. Based on these results and other factors considered by the Company's Board of Directors, the Company will conduct stockholder votes on executive compensation every year until the next required vote on the frequency of stockholder votes on executive compensation. The Company is required to hold votes on frequency every six years.

SIGNATURES

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.

NATUS MEDICAL INCORPORATED

Date: September 9, 2011

By: /s/ Steven J. Murphy  
Steven J. Murphy  
Vice President Finance and Chief Financial Officer