

EXFO INC.

FORM 6-K (Report of Foreign Issuer)

Filed 01/12/18 for the Period Ending 01/12/18

Telephone 418-683-0211
CIK 0001116284
Symbol EXFO
SIC Code 3825 - Instruments for Measuring and Testing of Electricity and Electrical Signals
Industry Industrial Machinery & Equipment
Sector Industrials
Fiscal Year 08/31

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 6-K

**Report of Foreign Private Issuer Pursuant to Rule 13a-16 or 15d-16
Under the Securities Exchange Act of 1934**

For the month of January 2018

EXFO Inc.

(Translation of registrant's name into English)

400 Godin Avenue, Quebec, Quebec, Canada G1M 2K2

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F

Form 40-F

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-_____.

On January 12, 2018, EXFO Inc., a Canadian corporation, announced the voting results of its annual general meeting held on January 10, 2018. This report on Form 6-K sets forth the news release relating to EXFO voting results disclosed on January 12, 2018 and the Report of Voting Results addressed to the Canadian Securities Authorities.

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, thereunto duly authorized.

EXFO INC.

By: /s/ Benoit Ringuette
Name: Benoit Ringuette
Title: General Counsel and Corporate Secretary

Date: January 12, 2018



CORPORATE HEADQUARTERS
400 Godin Avenue, Quebec City, (Quebec) G1M 2K2 CANADA
Tel: 1 418 683-0211 Fax: 1 418 683-2170

PRESS RELEASE

For immediate release

EXFO Announces Election of Directors

QUEBEC CITY, CANADA, January 12, 2018 — EXFO Inc. (NASDAQ: EXFO; TSX: EXF) announced today that the six nominees listed in the management proxy circular for the 2017 Annual and Special Meeting of Shareholders were elected as directors of the company at a shareholder meeting held on January 10, 2018 in Toronto, Canada.

Detailed results of the vote for the election of directors held at the meeting are set out below:

	% for	% withheld
François Côté	99.99	0.01
Germain Lamonde	99.95	0.05
Angela Logothetis	99.99	0.01
Philippe Morin	99.95	0.05
Claude Séguin	99.99	0.01
Randy E. Tornes	99.99	0.01

Final results on all matters voted at the meeting have been filed on SEDAR at www.sedar.com in Canada and on EDGAR at www.sec.gov/edgar.shtml in the United States.

About EXFO

EXFO develops smarter network test, monitoring and analytics solutions for the world's leading communications service providers, network equipment manufacturers and webscale companies. Since 1985, we've worked side by side with our customers in the lab, field, data center, boardroom and beyond to pioneer essential technology and methods for each phase of the network lifecycle. Our portfolio of test orchestration and real-time 3D analytics solutions turns complex into simple and delivers business-critical insights from the network, service and subscriber dimensions. Most importantly, we help our customers flourish in a rapidly transforming industry where "good enough" testing, monitoring and analytics just aren't good enough anymore—they never were for us, anyway. For more information, visit EXFO.com and follow us on the EXFO Blog .

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For more information

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VIA SEDAR

January 12, 2018

To: British Columbia Securities Commission Administrator of Securities, New Brunswick
Alberta Securities Commission Nova Scotia Securities Commission
Saskatchewan Securities Commission Securities Commission of Newfoundland
Manitoba Securities Commission Prince Edward Island Securities Commission
Ontario Securities Commission

(collectively the "Commissions")

Dear Sir or Madam:

RE: EXFO Inc. (EXFO) – Report of Voting Results pursuant to Section 11.3 of National Instrument 51-102 – Continuous Disclosure Obligations ("NI 51-102")

Following the Annual Meeting of Shareholders of EXFO Inc. (the "Corporation") held on January 10, 2018 (the "Meeting") and in accordance with section 11.3 of NI 51-102, we hereby advise you of the following voting results obtained at the Meeting:

<u>Item Voted upon</u>	<u>Voting Results</u>	
1. Election of Directors	The nominees proposed by management were elected by a majority of shareholders.	
	% for	% withheld
François Côté	99.99	0.01
Germain Lamonde	99.95	0.05
Angela Logothetis	99.99	0.01
Philippe Morin	99.95	0.05
Claude Séguin	99.99	0.01
Randy E. Tornes	99.99	0.01
2. Appointment of PricewaterhouseCoopers LLP as auditors and the authorization to the Audit Committee to fix their remuneration.	PricewaterhouseCoopers LLP, chartered accountants were appointed as the Corporation's auditors and the Audit Committee was authorized to determine their remuneration by a majority of shareholders.	
	% for	% withheld
	99.87	0.13
3. Long-Term Incentive Plan and the Deferred Share Unit Plan Amendments Resolution.	To approve the amendments to the Long-Term Incentive Plan and the Deferred Share Unit Plan as set forth in Schedule A to the Proxy Circular.	
	% for	% against
	98.37	1.63

Trusting the whole is satisfactory, we remain.

Yours truly,

EXFO Inc.
/s/ Benoit Ringuette
Benoit Ringuette

