

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 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): June 14, 2024

**Expensify, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-41043**  
(Commission  
File Number)

**27-0239450**  
(IRS Employer  
Identification No.)

**401 SW 5<sup>th</sup> Ave**  
**Portland, Oregon 97204**  
(Address of Principal Executive Offices) (Zip Code)

**(971) 365-3939**  
(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:

- 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
<b>Class A Common Stock, par value \$0.0001 per share</b>	<b>EXFY</b>	<b>The Nasdaq Stock Market LLC</b>

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.

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

On June 14, 2024, the Company held its 2024 Annual Meeting of Stockholders (the “Annual Meeting”). Set forth below are the matters acted upon at the Annual Meeting and the final voting results on each matter.

#### *Proposal 1: Election of Directors*

The Company’s stockholders elected David Barrett, Ryan Schaffer, Anu Muralidharan, Jason Mills, Daniel Vidal, Timothy L. Christen, Vivian Liu and Ellen Pao as members of the Company’s board of directors to serve until the Company’s 2025 annual meeting of stockholders and until their respective successors have been duly elected and qualified. The results of the vote were as follows:

<b>Nominee</b>	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
David Barrett	459,593,019	19,735,475	14,392,331
Ryan Schaffer	461,085,896	18,242,598	14,392,331
Anu Muralidharan	461,161,886	18,166,608	14,392,331
Jason Mills	460,528,917	18,799,577	14,392,331
Daniel Vidal	460,814,719	18,513,775	14,392,331
Timothy L. Christen	467,989,533	11,338,961	14,392,331
Vivian Liu	472,122,758	7,205,736	14,392,331
Ellen Pao	472,078,349	7,250,145	14,392,331

#### *Proposal 2: Ratification of Appointment of Independent Registered Public Accounting Firm*

The Company’s stockholders ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2024. The results of the vote were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
486,703,962	226,686	6,790,177	—

#### *Proposal 3: Advisory Vote on the Compensation of Our Named Executive Officers*

The Company’s stockholders approved, on an advisory basis, the compensation paid to the Company’s named executive officers. The results of the vote were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
472,392,741	6,901,783	33,970	14,392,331

Based on the foregoing votes, the eight director nominees were elected and Proposals 2 and 3 were approved.

No other matters were submitted for stockholder action at the Annual Meeting.

### Item 9.01 Financial Statements and Exhibits

#### (d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

**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.

Expensify, Inc.

By: /s/ Ryan Schaffer

Name: Ryan Schaffer

Title: Chief Financial Officer

Date: June 20, 2024