

**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 12, 2013**

Shutterstock, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35669
(Commission
File Number)

80-0812659
(IRS Employer
Identification No.)

60 Broad Street, 30th Floor
New York, New York
(Address of principal executive offices)

10004
(Zip Code)

(646) 419-4452
(Registrant's telephone number, including area code)

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:

- 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))

Item 5.07 Submission of Matters to a Vote of Security Holders

Shutterstock, Inc. (the "Company") held its Annual Meeting of Stockholders on June 12, 2013 (the "Annual Meeting"). As of April 25, 2013, the record date for the Annual Meeting, there were a total of 33,521,842 shares of the Company's common stock outstanding and entitled to vote at the Annual Meeting. At the Annual Meeting, 30,907,678 shares of the Company's common stock were represented in person or by proxy, and therefore a quorum was present.

At the Annual Meeting, the stockholders elected the following Class I director nominees to serve on the Company's Board of Directors until the 2016 Annual Meeting of Stockholders or, in each case, until the director's successor is duly elected and qualified, with the following voting results:

Director	For	Withhold	Broker Non-Votes
Jonathan Oringer	29,934,247	260,363	713,068
Jeffrey Lieberman	29,917,884	276,726	713,068

At the Annual Meeting, the stockholders also ratified the Audit Committee's appointment of PricewaterhouseCoopers LLP as the Company's independent registered accounting firm for the fiscal year ending December 31, 2013, with the following voting results:

For	Against	Abstain	Broker Non-Votes
30,872,656	8,059	26,963	0

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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.

SHUTTERSTOCK, INC.
(Registrant)

Date: June 14, 2013

By: /s/ Timothy E. Bixby
Timothy E. Bixby
Chief Financial Officer

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