

COLGATE PALMOLIVE CO
Form 8-K
May 10, 2016
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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)

May 10, 2016 (May 6, 2016)

COLGATE-PALMOLIVE COMPANY

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| Delaware | 1-644 | 13-1815595 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 300 Park Avenue, New York, NY | 10022 |
| (Address of Principal Executive Offices) | (Zip Code) |

Registrant's telephone number, including area code (212) 310-2000

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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))

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

(a) The Company's Annual Meeting was held on May 6, 2016. The matters voted on and the results of the vote were as follows.

(b) The Company's stockholders voted on the matters set forth below.

John P. Bilbrey, John T. Cahill, Ian Cook, Helene D. Gayle, Ellen M. Hancock, C. Martin Harris, Richard J. Kogan, Lorrie M. Norrington, Michael B. Polk, and Stephen I. Sadove were elected directors of the Company. The results of the vote were as follows:

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|-------------|---------------|-------------|------------------|
| John P. Bilbrey | 671,435,650 | 2,089,865 | 1,262,366 | 102,207,130 |
| John T. Cahill | 664,244,066 | 9,337,629 | 1,206,186 | 102,207,130 |
| Ian Cook | 650,391,969 | 19,603,625 | 4,792,287 | 102,207,130 |
| Helene D. Gayle | 665,201,514 | 8,524,599 | 1,061,768 | 102,207,130 |
| Ellen M. Hancock | 653,940,290 | 18,218,119 | 2,629,472 | 102,207,130 |
| C. Martin Harris | 667,135,231 | 6,367,375 | 1,285,275 | 102,207,130 |
| Richard J. Kogan | 651,814,540 | 20,154,204 | 2,819,137 | 102,207,130 |
| Lorrie M. Norrington | 671,026,143 | 2,551,605 | 1,210,133 | 102,207,130 |
| Michael B. Polk | 669,667,188 | 3,818,752 | 1,301,941 | 102,207,130 |
| Stephen I. Sadove | 663,181,228 | 10,251,020 | 1,355,633 | 102,207,130 |

2. The selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016 was ratified. The results of the vote were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 769,229,889 | 6,414,826 | 1,350,296 | 0 |

3. A non-binding advisory vote on the Company's executive compensation was approved. The results of the vote were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 625,299,492 | 40,494,332 | 8,994,057 | 102,207,130 |

4. A stockholder proposal regarding a 15% threshold to call special shareholder meetings was not approved. The results of the vote were as follows:

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| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 287,022,699 | 381,925,171 | 5,840,011 | 102,207,130 |

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.

COLGATE-PALMOLIVE COMPANY

Date: May 10, 2016 By: /s/ Jennifer M. Daniels
Name: Jennifer M. Daniels
Title: Chief Legal Officer and Secretary