

BEMIS CO INC
Form 8-K
May 04, 2018

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 **May 3, 2018**

(Date of earliest event reported)

BEMIS COMPANY, INC.

(Exact name of Registrant as specified in its charter)

Commission File Number **1-5277**

Missouri
(State or other jurisdiction of
incorporation or organization)

43-0178130
(I.R.S. Employer
Identification No.)

2301 Industrial Drive, Neenah, Wisconsin 54956

(Address of principal executive offices)

Edgar Filing: BEMIS CO INC - Form 8-K

Registrant's telephone number, including area code: **(920) 527-5000**

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

The Bemis Company, Inc. 2018 Annual Meeting of Shareholders was held on May 3, 2018. As of the record date for the Annual Meeting, there were 90,975,529 shares of common stock entitled to vote, of which the holders of 83,195,276 shares were represented in person or by proxy at the Annual Meeting. The results of the items voted on at the Annual Meeting are set forth below:

1. The shareholders elected thirteen director-nominees for a one-year term. The vote was as follows:

| Director Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|-------------------------|------------------|-----------------------|-------------------------|
| William F. Austen | 73,330,355 | 875,398 | 8,989,523 |
| Katherine C. Doyle | 65,940,788 | 8,264,965 | 8,989,523 |
| Adele M. Gulfo | 73,443,621 | 762,132 | 8,989,523 |
| David S. Haffner | 72,519,827 | 1,685,926 | 8,989,523 |
| Timothy M. Manganello | 72,874,680 | 1,331,073 | 8,989,523 |
| Arun Nayar | 73,355,162 | 850,591 | 8,989,523 |
| Guillermo Novo | 73,040,447 | 1,165,306 | 8,989,523 |
| Marran H. Ogilvie | 70,930,640 | 3,275,113 | 8,989,523 |
| David T. Szczupak | 73,449,885 | 755,868 | 8,989,523 |
| Holly A. Van Deursen | 72,846,612 | 1,359,141 | 8,989,523 |
| Philip G. Weaver | 72,523,864 | 1,681,889 | 8,989,523 |
| George W. Wurtz III | 72,558,830 | 1,646,923 | 8,989,523 |
| Robert H. Yanker | 72,469,059 | 1,736,694 | 8,989,523 |

2. The shareholders voted to ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the 2018 fiscal year. The vote was 81,677,120 for, 1,378,797 against, and 139,359 abstentions. There were no broker non-votes.

3. The shareholders voted, on an advisory basis, to approve the Company's executive compensation. The vote was 71,053,530 for, 2,552,965 against, and 599,258 abstentions. There were 8,989,523 broker non-votes.

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.

BEMIS COMPANY, INC.

By */s/ Michael B. Clauer*
Michael B. Clauer, Senior Vice President and Chief
Financial Officer

Date: May 4, 2018