

Ingersoll-Rand plc
Form 8-K
June 11, 2012

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): June 7, 2012

INGERSOLL-RAND PUBLIC LIMITED COMPANY
(Exact Name of Registrant as Specified in Its Charter)

| | | |
|--------------------------------------------------------------|----------------------------------------------|--------------------------------------------------------|
| Ireland (State or Other Jurisdiction of Incorporation) | 001-34400 (Commission File Number) | 98-0626632 (IRS Employer Identification No.) |
|--------------------------------------------------------------|----------------------------------------------|--------------------------------------------------------|

170/175 Lakeview Dr.
Airside Business Park
Swords, Co. Dublin
Ireland
(Address of principal executive offices, including zip
code)

+ (353) (0) 18707400
(Registrant's Telephone Number, Including Area
Code)

(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.

At the Annual General Meeting of Shareholders of Ingersoll-Rand plc (the "Company") held on June 7, 2012, the Company's shareholders (1) elected all eleven of the Company's nominees for director; (2) provided advisory approval of the compensation of the Company's named executive officers; and (3) approved the appointment of PricewaterhouseCoopers to serve as the Company's independent auditors for the fiscal year ending December 31, 2012 and authorized the Audit Committee to set the auditors' remuneration. Shares were voted on these proposals as follows:

Proposals 1(a)-(k). Election of eleven (11) directors to hold office until the Company's next Annual General Meeting of Shareholders:

| | Nominees | For | Against | Abstain | Broker Non Vote |
|-----|-----------------------|-------------|------------|-----------|-----------------|
| (a) | Ann C. Berzin | 218,997,392 | 3,911,875 | 7,797,375 | 18,582,828 |
| (b) | John Bruton | 219,418,786 | 3,535,041 | 7,752,815 | 18,582,828 |
| (c) | Jared L. Cohon | 219,399,078 | 3,296,276 | 8,011,288 | 18,582,828 |
| (d) | Gary D. Forsee | 213,755,271 | 9,182,149 | 7,769,222 | 18,582,828 |
| (e) | Peter C. Godsoe | 217,872,314 | 5,139,211 | 7,695,117 | 18,582,828 |
| (f) | Edward E. Hagenlocker | 219,576,040 | 3,286,665 | 7,843,937 | 18,582,828 |
| (g) | Constance J. Horner | 211,916,882 | 10,948,862 | 7,840,898 | 18,582,828 |
| (h) | Michael W. Lamach | 214,790,075 | 8,613,893 | 7,302,674 | 18,582,828 |
| (i) | Theodore E. Martin | 217,818,456 | 5,293,704 | 7,594,482 | 18,582,828 |
| (j) | Richard J. Swift | 214,305,836 | 8,649,340 | 7,751,466 | 18,582,828 |
| (k) | Tony L. White | 218,080,175 | 5,159,528 | 7,466,939 | 18,582,828 |

Proposal 2. Advisory approval of the compensation of the Company's named executive officers:

| For | Against | Abstain | Broker Non Vote |
|-------------|------------|-----------|-----------------|
| 186,911,747 | 35,095,423 | 8,699,472 | 18,582,828 |

Proposal 3. Appointment of PricewaterhouseCoopers as the independent auditors of the Company for the fiscal year ending December 31, 2012 and authorization of the Audit Committee to set the auditors' remuneration:

| For | Against | Abstain | Broker Non Vote |
|-------------|-----------|-----------|-----------------|
| 243,280,882 | 4,611,348 | 1,397,240 | — |

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.

INGERSOLL-RAND PUBLIC LIMITED COMPANY

Date: June 11, 2012

/s/ Barbara A. Santoro

Barbara A. Santoro

Vice President – Corporate Governance and Secretary