

Chemours Co
Form 8-K
May 04, 2018

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

May 2, 2018

Date of Report (Date of Earliest Event Reported)

The Chemours Company

(Exact Name of Registrant as Specified in Its Charter)

Delaware	001-36794	46-4845564
(State or Other Jurisdiction Of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1007 Market Street

Wilmington, Delaware, 19899

(Address of principal executive offices)

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Registrant's telephone number, including area code: (302) 773-1000

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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.

The Chemours Company (“Chemours”) held its annual meeting of shareholders on May 2, 2018 (the “Annual Meeting”).

At the Annual Meeting, shareholders voted (i) in favor of the election of the directors listed below; (ii) in favor of the advisory vote to approve named executive officer compensation; (iii) in favor of the ratification of the selection of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for fiscal year 2018; and, (iv) below the eighty percent (80%) threshold needed to approve amendments to Chemours’ Amended and Restated Certificate of Incorporation to eliminate supermajority voting provisions with respect to certificate of incorporation and bylaw amendments.

The final voting results for each of these proposals are as follows:

Proposal 1 – Election of Directors to Serve One-Year Terms Expiring at the Annual Meeting of Stockholders in 2019

Nominee	For	Against	Abstain	Total	Broker Non-Vote
Curtis V. Anastasio	133,880	136,785	496	182,834	134,848,466
Bradley J. Bell	133,963	719,705	025	179,717	134,848,461
Richard H. Brown	134,258	843,429	285	160,332	134,848,460
Mary B. Cranston	133,979	400,718	497	150,560	134,848,457
Curtis J. Crawford	132,674	757,200	3,250	170,450	134,848,457
Dawn L. Farrell	134,334	675,357	876	155,911	134,848,462
Sean D. Keohane	134,375	481,300	458	172,525	134,848,464
Mark P. Vergnano	134,382	679,303	828	161,953	134,848,460

Proposal 2 – Advisory Vote to Approve Named Executive Officer Compensation

For	Against	Abstain	Total	Broker Non-Vote
130,073	0124,244	483,530	950134,848,445	24,816,177

Proposal 3 – Ratification of Selection of PricewaterhouseCoopers LLC for Fiscal Year 2018

For	Against	Abstain	Total	Broker Non-Vote
156,803	4282,609	996,251	198159,664	622Not applicable

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Proposal 4 – Approval of Amendments to the Amended and Restated Certificate of Incorporation to Eliminate
Supermajority Voting Provisions with respect to Certificate of Incorporation and Bylaw Amendments

For	Against	Abstain	Total	Broker Non-Vote
133,846,005	660,872	341,576	134,848,453	24,816,169

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.

THE CHEMOURS COMPANY

By: /s/ Mark E. Newman
Mark E. Newman
Senior Vice President and
Chief Financial Officer

Date: May 4, 2018