

NEWELL RUBBERMAID INC  
Form 8-K  
May 13, 2015

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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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 12, 2015  
NEWELL RUBBERMAID INC.  
(Exact Name of Registrant as Specified in Its Charter)

|   |                                       |  |
|---|---------------------------------------|--|
| Delaware<br>(State or Other Jurisdiction<br>of Incorporation) | 1-9608<br>(Commission<br>File Number) | 36-3514169<br>(IRS Employer<br>Identification No.) |
|---|---------------------------------------|--|

|  |                     |
|--|---------------------|
| 3 Glenlake Parkway<br>Atlanta, Georgia<br>(Address of Principal Executive Offices) | 30328<br>(Zip Code) |
|--|---------------------|

Registrant's Telephone Number, Including Area Code: (770) 418-7000  
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))

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

The Company held its Annual Meeting of Stockholders on May 12, 2015. For more information on the proposals presented at the meeting, see the Proxy Statement, the relevant portions of which are incorporated herein by reference.

The stockholders elected each of the twelve nominees to the Board of Directors for a one-year term by a majority of the votes cast:

| Director                  | For         | Against   | Abstain | Broker Non-Votes |
|---------------------------|-------------|-----------|---------|------------------|
| Thomas E. Clarke          | 225,635,000 | 2,576,079 | 319,707 | 14,754,308       |
| Kevin C. Conroy           | 226,847,717 | 1,239,025 | 444,044 | 14,754,308       |
| Scott S. Cowen            | 224,574,085 | 3,594,787 | 361,914 | 14,754,308       |
| Michael T. Cowhig         | 226,739,217 | 1,421,015 | 370,554 | 14,754,308       |
| Domenico De Sole          | 226,764,914 | 1,358,841 | 407,031 | 14,754,308       |
| Cynthia A. Montgomery     | 224,746,250 | 3,432,493 | 352,043 | 14,754,308       |
| Christopher D. O'Leary    | 227,007,419 | 1,197,288 | 326,079 | 14,754,308       |
| Jose Ignacio Perez-Lizaur | 226,869,138 | 1,209,628 | 452,020 | 14,754,308       |
| Michael B. Polk           | 226,412,447 | 1,804,395 | 313,944 | 14,754,308       |
| Steven J. Strobel         | 226,759,913 | 1,451,521 | 319,352 | 14,754,308       |
| Michael A. Todman         | 226,084,167 | 2,125,390 | 321,229 | 14,754,308       |
| Raymond G. Viault         | 224,410,467 | 3,771,634 | 348,685 | 14,754,308       |

The stockholders ratified the appointment of Ernst & Young LLP as the Independent Registered Public Accounting Firm for the Company for the year 2015:

|                  |             |
|------------------|-------------|
| For              | 240,724,855 |
| Against          | 2,045,453   |
| Abstain          | 514,786     |
| Broker Non-Votes | 0           |

The stockholders approved the advisory resolution approving executive compensation:

|                  |             |
|------------------|-------------|
| For              | 220,817,026 |
| Against          | 5,500,894   |
| Abstain          | 2,212,866   |
| Broker Non-Votes | 14,754,308  |

The stockholders did not approve the shareholder proposal concerning special shareowner meetings:

|                  |             |
|------------------|-------------|
| For              | 67,580,143  |
| Against          | 160,292,537 |
| Abstain          | 658,106     |
| Broker Non-Votes | 14,754,308  |



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.

Date: May 13, 2015           NEWELL RUBBERMAID INC.

By: /s/ Bradford R. Turner  
Bradford R. Turner  
Senior Vice President, General Counsel  
and Corporate Secretary