

APPLE INC
Form 8-K
February 14, 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

February 13, 2018

Date of Report (Date of earliest event reported)

Apple Inc.

(Exact name of Registrant as specified in its charter)

California
(State or other jurisdiction
of incorporation)

001-36743
(Commission
File Number)
1 Infinite Loop

94-2404110
(I.R.S. Employer
Identification No.)

Cupertino, California 95014

(Address of principal executive offices) (Zip Code)

(408) 996-1010

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(Registrant's telephone number, including area code)

Not applicable

(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))

Indicate by check mark whether the registrant is an emerging growth company 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 Annual Meeting of Shareholders of Apple Inc. was held on February 13, 2018. At the Annual Meeting, Apple's shareholders voted on the following six proposals and cast their votes as described below.

1. The individuals listed below were elected at the Annual Meeting to serve as directors of Apple until the next annual meeting of shareholders and until their successors are duly elected and qualified:

| | For | Against | Abstained | Broker Non-Vote |
|--------------|---------------|----------------|------------------|------------------------|
| James Bell | 2,987,148,171 | 32,294,028 | 5,382,352 | 1,361,688,394 |
| Tim Cook | 3,010,021,984 | 11,377,103 | 3,425,464 | 1,361,688,394 |
| Al Gore | 2,911,462,591 | 107,192,677 | 6,169,283 | 1,361,688,394 |
| Bob Iger | 2,995,925,850 | 24,948,214 | 3,950,487 | 1,361,688,394 |
| Andrea Jung | 2,884,140,327 | 136,058,527 | 4,625,697 | 1,361,688,394 |
| Art Levinson | 2,941,579,110 | 78,353,450 | 4,891,991 | 1,361,688,394 |
| Ron Sugar | 2,981,747,223 | 37,432,625 | 5,644,703 | 1,361,688,394 |
| Sue Wagner | 3,007,708,653 | 12,465,761 | 4,650,137 | 1,361,688,394 |

2. A management proposal to ratify the appointment of Ernst & Young LLP as Apple's independent registered public accounting firm for 2018 was approved.

| For | Against | Abstained |
|---------------|----------------|------------------|
| 4,309,610,294 | 64,428,815 | 12,473,836 |

3. An advisory resolution to approve executive compensation was approved.

| For | Against | Abstained | Broker Non-Vote |
|---------------|----------------|------------------|------------------------|
| 2,861,566,673 | 152,738,956 | 10,518,822 | 1,361,688,394 |

4. A management proposal to approve the amended and restated Apple Inc. Non-Employee Director Stock Plan was approved.

| For | Against | Abstained | Broker Non-Vote |
|---------------|----------------|------------------|------------------------|
| 2,913,061,627 | 101,747,725 | 10,015,099 | 1,361,688,394 |

The amended and restated Apple Inc. Non-Employee Director Stock Plan is filed as Exhibit 10.1 hereto.

5. A shareholder proposal entitled "Shareholder Proxy Access Amendments" was not approved.

| For | Against | Abstained | Broker Non-Vote |
|------------|----------------|------------------|------------------------|
|------------|----------------|------------------|------------------------|

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961,877,391

2,025,537,642

37,409,281

1,361,688,394

6. A shareholder proposal entitled Human Rights Committee was not approved.

For
163,401,335

Against
2,775,484,108

Abstained
85,938,871

Broker Non-Vote
1,361,688,394

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit

| Number | Exhibit Description |
|---------------|--|
| 10.1 | <u>Apple Inc. Non-Employee Director Stock Plan, as amended and restated as of February 13, 2018.</u> |

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.

Date: February 14, 2018

Apple Inc.

By: /s/ Katherine Adams
Katherine Adams
Senior Vice President,
General Counsel