

COLGATE PALMOLIVE CO
Form 8-K
May 16, 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)

May 16, 2011 (May 11, 2012)

COLGATE-PALMOLIVE COMPANY

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| <u>Delaware</u> | 1-644 | 13-1815595 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

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300 Park Avenue, New York, NY 10022
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code (212) 310-2000

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.

(a) The Company's annual meeting of stockholders was held on May 11, 2012. The matters voted on and the results of the vote were as follows.

(b) The Company's stockholders voted on the matters set forth below.

Nikesh Arora, John T. Cahill, Ian Cook, Helene D. Gayle, Ellen M. Hancock, Joseph Jimenez, Richard J. Kogan, I. Delano E. Lewis, J. Pedro Reinhard and Stephen I. Sadove were elected directors of the Company. The results of the vote were as follows:

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------------|-------------|---------------|-------------|------------------|
| Nikesh Arora | 340,482,446 | 2,385,153 | 667,006 | 56,125,986 |
| John T. Cahill | 337,190,810 | 5,852,257 | 491,538 | 56,125,986 |
| Ian Cook | 334,082,437 | 8,708,652 | 743,516 | 56,125,986 |
| Helene D. Gayle | 339,714,552 | 3,272,492 | 547,561 | 56,125,986 |
| Ellen M. Hancock | 338,269,867 | 4,702,349 | 562,389 | 56,125,986 |
| Joseph Jimenez | 341,663,325 | 1,346,169 | 525,111 | 56,125,986 |
| Richard J. Kogan | 336,211,842 | 6,385,261 | 937,502 | 56,125,986 |
| Delano E. Lewis | 337,408,625 | 5,559,733 | 566,247 | 56,125,986 |
| J. Pedro Reinhard | 339,136,060 | 3,927,329 | 471,216 | 56,125,986 |
| Stephen I. Sadove | 332,779,662 | 10,275,430 | 479,513 | 56,125,986 |

2. The selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2012 was ratified. The results of the vote were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 394,374,501 | 4,655,556 | 630,534 | 0 |

3. An advisory vote on the Company's executive compensation was approved. The results of the vote were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 330,714,651 | 11,137,878 | 1,682,076 | 56,125,986 |

4. A stockholder proposal regarding independent Board chair was not approved. The results of the vote were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 72,443,059 | 269,377,221 | 1,714,325 | 56,125,986 |

For information regarding the vote required for the approval of the matters voted on at the annual meeting, please see the Company's 2012 Proxy Statement.

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.

COLGATE-PALMOLIVE COMPANY

Date: May 16, 2012 By: /s/ Andrew D. Hendry
Name: Andrew D. Hendry
Title: Chief Legal Officer and Secretary