Valeant Pharmaceuticals International, Inc. Form 8-K May 19, 2015

## **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

Date of Report (Date of the earliest event reported): May 19, 2015 (May 19, 2015)

Valeant Pharmaceuticals International, Inc.

(Exact name of registrant as specified in its charter)

**British Columbia, Canada** 001-14956 98-0448205

(State or other jurisdiction of (Commission (I.R.S Employer

incorporation or organization) File Number) Identification No.)

2150 St Elzear Blvd, West

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# Laval, Quebec H7L 4A8

#### Canada

(Address of principal executive offices) (Zip Code)

(Registrant s telephone number, including area code): (514) 744-6792

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.

On May 19, 2015 the Company held its Annual Meeting of Shareholders (the Annual Meeting ). At the Annual Meeting, the shareholders of the Company voted on the following three proposals, each of which is described in detail in the Management Proxy Circular and Proxy Statement. The results of each matter voted upon are as follows:

**Proposal No. 1: Election of Directors.** The following individuals were elected to the Company s Board of Directors:

		<b>Broker Non-</b>
For	Withheld	Votes
259,517,209	2,064,596	12,938,661
260,564,263	1,017,542	12,938,661
258,725,145	2,856,660	12,938,661
259,632,031	1,949,774	12,938,661
260,811,015	770,790	12,938,661
255,809,687	5,772,118	12,938,661
258,849,981	2,731,824	12,938,661
260,777,276	804,529	12,938,661
250,437,448	11,144,357	12,938,661
260,656,695	925,110	12,938,661
260,166,082	1,415,723	12,938,661
	259,517,209 260,564,263 258,725,145 259,632,031 260,811,015 255,809,687 258,849,981 260,777,276 250,437,448 260,656,695	259,517,209 2,064,596 260,564,263 1,017,542 258,725,145 2,856,660 259,632,031 1,949,774 260,811,015 770,790 255,809,687 5,772,118 258,849,981 2,731,824 260,777,276 804,529 250,437,448 11,144,357 260,656,695 925,110

**Proposal No. 2: Advisory Vote on Executive Compensation.** The shareholders approved, on a non-binding advisory basis, the compensation of the Company s Named Executive Officers as disclosed in the Compensation Discussion and Analysis section, executive compensation tables and accompanying narrative discussions contained in the Management Proxy Circular and Proxy Statement.

	Against	Abstain	
For			<b>Broker Non-Votes</b>
235,933,677	25,078,279	569,849	12,938,661

**Proposal No. 3: Appointment of the Independent Registered Public Accounting Firm.** The shareholders appointed PricewaterhouseCoopers LLP as the auditors for the Company to hold office until the close of the 2016 Annual Meeting of Shareholders and authorized the Company s Board of Directors to fix the auditors remuneration.

Withhold			
For		<b>Broker Non-Votes</b>	
273,095,124	1,425,342	0	

## **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.

**VALEANT PHARMACEUTICALS** 

INTERNATIONAL, INC.

Date: May 19, 2015

By: /s/ Robert R. Chai-Onn
Robert R. Chai-Onn

Executive Vice President, General Counsel

and Chief Legal Officer