

MICROSOFT CORP
Form 8-K
December 03, 2015

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) December 2, 2015

Microsoft Corporation
(Exact Name of Registrant as Specified in Its Charter)

Washington
(State or Other Jurisdiction of Incorporation)

0-14278
(Commission)

91-1144442
(IRS Employer)

File Number)

Identification No.)

One Microsoft Way, Redmond, Washington
(Address of Principal Executive Offices)

98052-6399
(Zip Code)

(425) 882-8080

(Registrant's Telephone Number, Including Area Code)

(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 (*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))

Item 5.07 Submission of Matters to a Vote of Security Holders

On December 2, 2015, Microsoft Corporation (the Company) held its 2015 Annual Shareholders Meeting (the Annual Meeting). There were 7,986,669,912 shares of common stock entitled to be voted. There were 7,051,529,229 shares voted in person or by proxy. At the Annual Meeting:

- (1) The shareholders voted to elect each of the eleven (11) nominees for director.
- (2) The shareholders approved, on an advisory basis, the compensation of the Company's named executive officers.
- (3) The shareholders voted to ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal year 2016.

The Company's inspector of election certified the following vote tabulations:

Election of directors

| | Vote result | % Votes For | For | Against | Abstain | Broker Non-votes |
|----------------------|------------------------|------------------------|---------------|----------------|----------------|-----------------------------|
| William H. Gates III | Re-elected | 93.9% | 5,625,658,353 | 362,768,492 | 5,132,842 | 1,057,969,542 |
| Teri L. List-Stoll | Re-elected | 99.9% | 5,977,498,068 | 6,997,871 | 9,063,748 | 1,057,969,542 |
| G. Mason Morfit | Re-elected | 99.5% | 5,621,121,524 | 25,802,075 | 346,636,088 | 1,057,969,542 |
| Satya Nadella | Re-elected | 99.8% | 5,974,741,688 | 14,113,043 | 4,704,956 | |