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- 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.

On June 26, 2018, the Company held its annual meeting of stockholders (the “Annual Meeting”). At the Annual Meeting, the stockholders voted on: (1) the election of eight directors; (2) an advisory non-binding vote regarding the compensation of the Company’s named executive officers; and (3) the ratification of the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the fiscal year ending February 2, 2019. The voting results on these proposals were as follows:

1. The Company’s stockholders elected each of the eight nominees for director to serve until the next annual meeting and until such director’s successor is elected and qualified:

Nominee	Votes For	Votes Against	Abstentions	Broker Non-Votes
Daniel A. DeMatteo	61,375,819	3,414,777	214,157	20,099,413
Jerome L. Davis	62,032,163	2,753,031	219,559	20,099,413
Thomas N. Kelly Jr.	61,472,721	3,331,933	200,099	20,099,413
Shane S. Kim	61,570,265	3,252,135	182,353	20,099,413
Steven R. Koonin	61,085,796	3,719,057	199,900	20,099,413
Gerald R. Szczepanski	60,490,167	4,311,577	203,009	20,099,413
Kathy P. Vrabeck	62,965,419	1,842,711	196,623	20,099,413
Lawrence S. Zilavy	60,969,269	3,834,799	200,685	20,099,413

2. The Company’s stockholders approved, on an advisory, non-binding basis, the compensation of the named executive officers of the Company, by the following vote:

Votes For	Votes Against	Abstentions	Broker Non-Votes
58,411,311	6,269,023	324,419	20,099,413

3. The Company’s stockholders ratified the Audit Committee’s appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the Company’s fiscal year ending February 2, 2019, by the following vote:

Votes For	Votes Against	Abstentions	Broker Non-Votes
83,427,870	1,257,710	418,586	0

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GAMESTOP CORP.
(Registrant)

Date: June 29, 2018 By: /s/ ROBERT A. LLOYD

Name: Robert A. Lloyd

Title: Chief Operating

Officer and Chief

Financial Officer

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NOTES TO FINANCIAL STATEMENTS

If a Participant withdraws Basic and/or Supplemental Deposits and/or vested Employer Contributions before such amounts have been in the Plan for twenty-four months, the Plan imposes a penalty in that such Participant will not be eligible to receive the matching Employer Contributions during the subsequent three months.

Withdrawals of Nondeferred Deposits and Employer Contributions are made as soon as practicable after such elections are received by the Plan's record keeper. Nondeferred Deposits may be withdrawn at any time, but certain penalties may apply. Deferred Deposits may not be withdrawn during employment prior to age 59 $\frac{1}{2}$ except for reasons of extraordinary financial hardship and to the extent permitted by the IRC (hardship withdrawals). Distributions to Participants of approved hardship withdrawals are made as soon as practicable after such approval.

Vesting

All Participants are 100% vested in the Plan from the first date of hire, except for certain amounts transferred from the Cash Balance Plan, for which the vesting schedule under the Cash Balance Plan applies.

Forfeitures

Any nonvested portion (certain amounts transferred from the Cash Balance Plan) of the Participant's account, determined as of the date of severance from employment, will be forfeited and will be applied thereafter to reduce a subsequent contribution or contributions of the Employer as provided in the Plan. If such former Participant is rehired and remains employed by an Employer at the end of the fifth Plan Year after the Plan Year in which such severance occurred, then such nonvested portion of the Participant's Account will be reinstated by the Employer and the Participant's right thereto will be determined as if the Participant had not terminated employment, provided that the Participant repays to the Plan the amount of any distribution paid to him or her resulting from the severance from employment.

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NOTES TO FINANCIAL STATEMENTS

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The financial statements of the Plan have been prepared on an accrual basis in accordance with accounting principles generally accepted in the United States of America (GAAP) which requires investment contracts held by a defined contribution plan to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount Participants would receive if they were to initiate permitted transactions under the terms of the Plan. Therefore, the Statements of Net Assets Available for Benefits present the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis for fully benefit-responsive investment contracts.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires Plan management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

Risks and Uncertainties

The Plan permits Participants to select from among various investment options. Investment securities, in general, are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the level of risk associated with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near-term and that such changes could materially affect Participants account balances and the amounts reported in the financial statements.

Investment Valuation and Income Recognition

The Plan's investment is in the Master Trust. The investments maintained in the Master Trust are stated at fair value, as determined by quoted market prices, except for its contracts within the Stable Value Fund, which are valued at contract value, Short-Term Investments and Cash Equivalents. The Master Trust's investments in the investment contracts of the Stable Value Fund are with various insurance companies and other financial institutions. Non-participating investment contract fair values were determined using a discounted cash flow method. Based on its duration, the estimated cash flow of each contract was discounted using a yield curve interpolated from swap rates and adjusted for liquidity and credit quality. For those contracts with no stated payment dates, the projected value at the end of the required days notice period was assumed to pay in full and this payment was then discounted following the process described above. Contract value is discussed in Note 3. The Fixed Income Funds are stated at fair value using observable inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

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NOTES TO FINANCIAL STATEMENTS

Certain Short-Term Investments and Cash Equivalents are stated at cost, which approximates fair market value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividend income is recorded on the ex-dividend date.

Payment of Benefits

Benefit payments to Participants are recorded upon distribution. Amounts allocated to accounts of persons who have elected to withdraw from the Plan, but have not yet been paid were \$753,384 and \$443,958 as of December 31, 2012 and 2011, respectively.

Administrative Expenses of the Plan

Certain expenses incurred with the general administration of the Plan, including taxes and brokerage costs, are recorded in the accompanying Statement of Changes in Net Assets Available for Benefits. Certain administrative functions performed by the officers and employees of the Company are paid by Employers (Note 6).

Transfers of the ESOP Fund

Participants are permitted to transfer all, but not less than all, of the shares of the Company's Common Stock from their ESOP Fund to other investment options in the Plan. To effectuate such transfers, the Trustee will sell the shares of the Company's Common Stock held in the ESOP Fund and invest the proceeds in the other investment funds designated by the Participant. The cash value of each share of the Company's Common Stock transferred will be equal to the price per share of the Company's Common Stock actually received by the Trustee.

Table of Contents**NOTES TO FINANCIAL STATEMENTS****3. INVESTMENT OF THE PLAN AND THE PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED EMPLOYEE SAVINGS PLAN (SAVINGS PLAN) IN THE MASTER TRUST**

Use of the Master Trust permits the commingling of trust assets with the assets of the Savings Plan for investment and administrative purposes. The Savings Plan is a defined contribution retirement plan available to represented employees of the Employers. Although assets of both plans are commingled in the Master Trust, the Trustee maintains supporting records for the purpose of allocating the net assets and income or loss of the investment account to the respective participating plans. The net assets and the investment income or loss of the investment assets is allocated by the Trustee to each participating plan based on the relationship of the interest of each plan to the total of the interests of the participating plans. As of December 31, 2012 and 2011, the Plan's interests in the assets of the Master Trust were approximately 54% and 55%, respectively.

	As of December 31,	
	2012	2011
	(Thousands)	
Investments of Master Trust at Fair Value:		
Cash Equivalents and Short-Term Investments	\$ 34,040	\$ 64,521
Common Stock of Public Service Enterprise Group Incorporated*	171,884	186,893
Mutual Funds	1,151,684	960,745
Investment Contracts (Stable Value Fund)	882,339	845,638
Schwab PCRA Fund (a)	70,229	64,591
Total Investments	\$ 2,310,176	\$ 2,122,388

	For the	
	Year Ended	
	December 31, 2012	
	(Thousands)	
Investment Income (Loss) of Master Trust:		
Net Appreciation in Fair Value of Mutual Funds	\$	145,917
Net Depreciation in Fair Value of Common Stock of Public Service Enterprise Group Incorporated*		(12,783)
Net Appreciation in Fair Value of Schwab PCRA Fund (a)		4,695
Interest from Investment Contracts		22,847
Dividends from Common Stock of Public Service Enterprise Group Incorporated*		7,760
Total Investment Income, Net	\$	168,436

(a) Amounts primarily relate to equity investments in stocks and in mutual funds. The net change in fair value is primarily comprised of realized/unrealized gains or losses and dividends earned on these equity investments.

* Permitted party-in-interest.

Table of Contents**NOTES TO FINANCIAL STATEMENTS****Assets of the Stable Value Fund**

The Stable Value Fund utilizes a "building block" approach that invests in a series of proprietary commingled fixed income funds to build each stable value portfolio. This approach provides significant diversification, typically between 2,500 and 3,000 individual securities broadly diversified across fixed income sectors. As of December 31, 2012, the Stable Value Fund was comprised of the following:

Issuer	Expiration	Effective Rate	Fair Value (Thousands)
Bank of America (A)	Open-Ended	2.28%	\$102,170
ING Life Insurance & Annuity Co. (A)	Open-Ended	2.97%	51,568
ING Life Insurance & Annuity Co. (A)	Open-Ended	2.25%	48,941
ING Life Insurance & Annuity Co. (A)	Open-Ended	2.35%	114,306
Monumental Life (A)	Open-Ended	2.80%	209,409
Pacific Life Insurance (A)	Open-Ended	2.85%	156,851
Pacific Life Insurance (A)	Open-Ended	2.25%	53,867
Prudential Ins Co. (A)	Open-Ended	2.49%	145,227
Total Investment Contracts			882,339
Investment in BNY Mellon Short-Term Investment Fund		0.05%	22,007
Total Stable Value Fund			\$ 904,346

(A) Managed by INVESCO Institutional, Inc.

As of December 31, 2011, the Stable Value Fund was comprised of the following:

Issuer	Expiration	Effective Rate	Fair Value (Thousands)
Bank of America (A)	Open-Ended	2.89%	\$ 99,688
ING Life Insurance & Annuity Co. (A)	Open-Ended	3.59%	49,361
ING Life Insurance & Annuity Co. (A)	Open-Ended	3.16%	48,101
ING Life Insurance & Annuity Co. (A)	Open-Ended	3.06%	111,693
JP Morgan Chase (A)	Open-Ended	3.02%	42,934
Monumental Life (A)	Open-Ended	3.37%	202,958
Pacific Life Insurance (A)	Open-Ended	2.95%	52,667
Pacific Life Insurance (A)	Open-Ended	3.37%	151,163
Prudential Ins Co. (A)	Open-Ended	3.03%	87,073
Total Investment Contracts			845,638
Investment in BNY Mellon Short-Term Investment Fund		0.05%	57,320
Total Stable Value Fund			\$ 902,958

(A) Managed by INVESCO Institutional, Inc.

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Most of the investments in the Stable Value Fund are in benefit-responsive investment contracts. The units in the underlying building block funds are held by the Plan's Trustee. The accounts are credited with earnings on the underlying investments and charged for Participant withdrawals and administrative expenses. The investment contract issuer is contractually obligated to repay the principal and a specified interest rate that is guaranteed to the Master Trust.

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NOTES TO FINANCIAL STATEMENTS

As described in Note 2, because the investment contracts are fully benefit-responsive, contract value is the relevant measurement attribute for that portion of the net assets available for benefits attributable to the investment contracts. Contract value, as reported to the Master Trust by the Stable Value Fund managers, represents contributions made under the contracts, plus earnings, less Participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value.

There are no reserves against contract value for credit risk of the contract issuers or otherwise. The crediting interest rate is based on a formula agreed upon with the issuers, but may not be less than zero. Such rates are reviewed on a quarterly basis for resetting.

Certain events limit the ability of the Master Trust, as directed by the Plan to transact at contract value with the issuers. Such events include the following: (1) amendments to the Plan documents (including complete or partial plan termination or merger with another plan), (2) changes to the Plan's prohibition on competing investment options or deletion of equity wash provisions, (3) bankruptcy of the Plan Sponsor or other events (for example, divestitures or spin-offs of a subsidiary) that cause a significant withdrawal from the Plan, or (4) the failure of the Master Trust to qualify for exemption from federal income taxes or any required prohibited transaction exemption under ERISA. The TPIC does not believe that the occurrence of any such value event, which would limit the Plan's ability to transact at contract value with Participants, is probable.

The average yield based on actual earnings was approximately 0.94% and 1.44% for 2012 and 2011, respectively. The average yield based on interest rate credited to Participants was approximately 2.52% and 2.98% for 2012 and 2011, respectively.

The fair market value of the wrapper contracts in the Stable Value Fund, which is the difference between the Fund's fair value and contract value, was higher by \$48,109,587 and \$44,090,833 as of December 31, 2012 and 2011 respectively.

Assets of the Company Stock Fund

The assets of the Company Stock Fund are invested in shares of the Company's Common Stock.

Schwab PCRA Fund

The Schwab PCRA Fund is a self-directed brokerage account in which Participants can select and manage a wide selection of investments including mutual funds and stocks. Deposits into the Schwab PCRA Fund must come from balances transferred from the other options in the Plan. Participants may transfer up to 100% of their account balance, less \$500 to pay for certain fees, to the Schwab PCRA Fund.

Table of Contents**NOTES TO FINANCIAL STATEMENTS****4. FAIR VALUE MEASUREMENTS**

GAAP establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy are described below:

Level 1 measurements utilize quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 measurements include quoted prices for similar assets and liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, and other observable inputs such as interest rates and yield curves that are observable at commonly quoted intervals.

Level 3 measurements use unobservable inputs for assets or liabilities, based on the best information available and might include an entity's own data and assumptions.

In some valuations, the inputs may fall into different levels of the hierarchy. In these cases, the financial instrument's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement.

The following tables present information about the Master Trust's investments measured at fair value on a recurring basis at December 31, 2012 and December 31, 2011, including the fair value measurements and the levels of inputs used in determining those fair values.

Description	Recurring Fair Value Measurements as of December 31, 2012			
	Total	Quoted Market Prices for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		(Thousands)		
Cash and Cash Equivalents	\$ 34,040	\$ 24,974	\$ 9,066	\$ 0
Common Stock of Public Service Enterprise Group Incorporated	171,884	171,884	0	0
Mutual Funds:				
Vanguard Developed Markets	192,666	192,666	0	0
Vanguard Institutional Index Fund	376,099	376,099	0	0
Vanguard Mid Cap Fund	169,242	169,242	0	0
Vanguard Small Cap Fund	155,031	155,031	0	0
Vanguard Target Retirement Funds	94,166	94,166	0	0
Fixed Income Securities	164,480	0	164,480	0
Stable Value Fund	882,339	0	882,339	0
Schwab PCRA Fund	70,229	70,229	0	0
Total Investment in Master Trust	\$ 2,310,176	\$ 1,254,291	\$ 1,055,885	\$ 0

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NOTES TO FINANCIAL STATEMENTS

Recurring Fair Value Measurements as of December 31, 2011

Description	Total	Quoted Market	Significant	Significant
		Prices for	Other	Unobservable
		Identical Assets	Observable	Inputs
		(Level 1)	Inputs	(Level 3)
		(Thousands)		
Cash and Cash Equivalents	\$ 64,521	\$ 57,320	\$ 7,201	\$ 0
Common Stock of Public Service Enterprise Group Incorporated	186,893	186,893	0	0
Mutual Funds:				
Vanguard Developed Markets	146,036	146,036	0	0
Vanguard Institutional Index Fund	315,301	315,301	0	0
Vanguard Mid Cap Fund	147,790	147,790	0	0
Vanguard Small Cap Fund	142,856	142,856	0	0
Vanguard Target Retirement Funds	70,346	70,346	0	0
Fixed Income Securities	138,416	0	138,416	0
Stable Value Fund	845,638	0	845,638	0
Schwab PCRA Fund	64,591	64,591	0	0
Total Investment in Master Trust	\$ 2,122,388	\$ 1,131,133	\$ 991,255	\$ 0

Certain commingled cash equivalents included in temporary investment funds are valued using observable market prices or market parameters such as time-to-maturity, coupon rate, quality rating and current yield.

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NOTES TO FINANCIAL STATEMENTS

5. FEDERAL INCOME TAX STATUS

The Internal Revenue Service (IRS) has determined and informed the Company by a letter dated November 28, 2012, that the Plan and related trust, are designed in accordance with applicable sections of the Internal Revenue Code (IRC). Although the Plan has been amended since receiving the determination letter to adopt IRS required amendments in connection with issuing the determination letter, the Plan administrator and the Plan's benefits counsel believe that the Plan is designed, and is currently being operated, in compliance with the applicable requirements of the IRC and, therefore, believe that the Plan is qualified, and the related trust is tax-exempt.

GAAP requires Plan management to evaluate tax positions taken by the Plan and recognize a tax liability if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the IRS. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2009.

6. RELATED-PARTY TRANSACTIONS

Certain Plan investments are in the Company's Common Stock. Since the Company is the Plan Sponsor, these transactions qualify as party-in-interest transactions. Certain administrative functions are performed by the officers and employees of the Company (who may also be Participants in the Plan) at no cost to the Plan.

As of December 31, 2012 and 2011, the Master Trust held 5,617,134 and 5,661,714 shares, respectively, of the Company's Common Stock, in the ESOP Fund and the Company Stock Fund, with a market value per share of \$30.60 and \$33.01, respectively.

For the year ended December 31, 2012, the Master Trust recorded dividend income of approximately \$7.8 million from the Company's Common Stock.

These transactions are not deemed prohibited party-in-interest transactions, because they are covered by statutory or administrative exemptions from ERISA's rules on prohibited transactions.

7. PLAN TERMINATION

Although it has not expressed any intention to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions set forth in ERISA. In the event of Plan termination, Participants will become 100 percent vested in their accounts.

Table of Contents**NOTES TO FINANCIAL STATEMENTS****8. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

	2012	2011
Net assets available for benefits per the financial statements	\$ 1,245,024,142	\$ 1,156,027,881
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	25,943,287	23,990,351
Net assets available for benefits per Form 5500	\$ 1,270,967,429	\$ 1,180,018,232

The Form 5500 includes a Net Investment Gain of \$93,707,204 from Master Trust Investments for the year ended December 31, 2012 consisting of \$94,775,260 of Investment Gains (comprised of the \$92,822,324, of the Plan's interest in gains of Master Employee Benefit Plan Trust plus the \$1,952,936 adjustment from fair value to contract value for fully benefit-responsive investment contracts) less \$1,068,056 of administrative expenses.

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PUBLIC SERVICE ENTERPRISE GROUP INCORPORATED

THRIFT AND TAX-DEFERRED SAVINGS PLAN

PLAN No. 004, EIN No. 22-2625848

SCHEDULE H, PART IV LINE 4i SCHEDULE OF ASSETS (HELD AT END OF YEAR)

DECEMBER 31, 2012

Identity of Issue, Borrower or Similar Party	Description of Investment	Cost	Current Value
Various Participants*	1,190 Participant Loans (maturing 2013 to 2018 at interest rates of 3.25% to 9.00%), secured by participant accounts	\$ 0	\$ 14,608,024

* Permitted party-in-interest.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the Plan) have duly caused this Annual Report to be signed by the undersigned thereunto duly authorized.

Public Service Enterprise Group Incorporated

Thrift and Tax-Deferred Savings Plan

(Name of Plan)

By: /s/ Margaret M. Pego
Margaret M. Pego

Chairperson of Employee

Benefits Committee

Date: June 27, 2013

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EXHIBIT INDEX

Exhibit Number

99 Consent of Independent Registered Public Accounting Firm