

Clear Channel Outdoor Holdings, Inc.  
Form 8-K  
June 02, 2016

**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 earliest event reported): May 27, 2016**

**CLEAR CHANNEL OUTDOOR HOLDINGS, INC.**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
**of incorporation)**

**001-32663**  
**(Commission**  
**File Number)**  
**200 East Basse Road, Suite 100**

**86-0812139**  
**(I.R.S. Employer**  
**Identification No.)**

**San Antonio, Texas 78209**

Edgar Filing: Clear Channel Outdoor Holdings, Inc. - Form 8-K

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (210) 832-3700**

**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))

**Item 5.07 Submission of Matters to a Vote of Security Holders**

On May 27, 2016, Clear Channel Outdoor Holdings, Inc. (the Company) held its Annual Meeting of Stockholders. Set forth below are the final voting results for each proposal submitted to a vote of the stockholders at the Company's Annual Meeting of Stockholders.

- The Company's stockholders elected each of the following three nominees for directors to serve as directors for a three year term or until his or her successor shall have been elected and qualified.

**Proposal 1. Election of Directors**

	<b>For</b>	<b>Withheld</b>	<b>Non Votes</b>
<b><u>Class A Common Stock</u></b>			
Blair E. Hendrix	21,073,171	18,442,797	4,096,633
Douglas L. Jacobs	29,910,983	9,604,985	4,096,633
Daniel G. Jones	21,079,899	18,436,069	4,096,633
<b><u>Class B Common Stock</u></b>			
Blair E. Hendrix	6,300,000,000		
Douglas L. Jacobs	6,300,000,000		
Daniel G. Jones	6,300,000,000		
<b><u>Total</u></b>			
Blair E. Hendrix	6,321,073,171	18,442,797	4,096,633
Douglas L. Jacobs	6,329,910,983	9,604,985	4,096,633
Daniel G. Jones	6,321,079,899	18,436,069	4,096,633

- The selection of Ernst & Young LLP as the independent registered public accounting firm of the Company for the year ending December 31, 2016 was ratified.

**Proposal 2: Ratification of Auditors**

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Non-Vote</b>
Class A Common Stock	39,425,498	4,083,329	104,396	
Class B Common Stock	6,300,000,000			
<b>Total</b>	<b>6,339,425,498</b>	<b>4,083,329</b>	<b>104,396</b>	

**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.

**CLEAR CHANNEL OUTDOOR HOLDINGS, INC.**

Date: June 2, 2016

By: /s/ Lauren E. Dean  
Lauren E. Dean  
Vice President, Associate General Counsel and  
Assistant Secretary