

COCA COLA BOTTLING CO CONSOLIDATED /DE/  
Form 8-K  
May 16, 2018

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 15, 2018

COCA-COLA BOTTLING CO. CONSOLIDATED

(Exact name of registrant as specified in its charter)

|                              |              |                     |
|------------------------------|--------------|---------------------|
| Delaware                     | 0-9286       | 56-0950585          |
| (State or other jurisdiction | (Commission  | (IRS Employer       |
| of incorporation)            | File Number) | Identification No.) |

4100 Coca-Cola Plaza, Charlotte, North Carolina 28211

(Address of principal executive offices) (Zip Code)

(704) 557-4400

(Registrant's telephone number, including area code)

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))

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.

(a) On May 15, 2018, Coca Cola Bottling Co. Consolidated (the “Company”) held its 2018 annual meeting of stockholders (the “Annual Meeting”).

(b) At the Annual Meeting, the Company’s stockholders (i) elected all 13 of the Company’s nominees for director to serve for a term of one year or until their successors are duly elected and qualified; (ii) ratified the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for fiscal 2018; and (iii) approved the Coca Cola Bottling Co. Consolidated Long-Term Performance Equity Plan. Each of these proposals is further described in the Company’s definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on March 26, 2018.

The final voting results for each of the proposals submitted to the Company’s stockholders at the Annual Meeting are as follows:

## 1. Election of directors:

| Nominee                | Votes      |           | Broker<br>Non-Votes |
|------------------------|------------|-----------|---------------------|
|                        | Votes For  | Withheld  |                     |
| J. Frank Harrison, III | 48,359,345 | 1,645,360 | 1,059,186           |
| Sharon A. Decker       | 48,937,328 | 1,067,377 | 1,059,186           |
| Morgan H. Everett      | 49,809,113 | 195,592   | 1,059,186           |
| Henry W. Flint         | 48,264,004 | 1,740,701 | 1,059,186           |
| James R. Helvey, III   | 49,962,484 | 42,221    | 1,059,186           |
| William H. Jones       | 49,968,441 | 36,264    | 1,059,186           |
| Umesh M. Kasbekar      | 49,811,821 | 192,884   | 1,059,186           |
| Jennifer K. Mann       | 49,849,171 | 155,534   | 1,059,186           |
| James H. Morgan        | 48,937,940 | 1,066,765 | 1,059,186           |
| John W. Murrey, III    | 49,959,287 | 45,418    | 1,059,186           |
| Sue Anne H. Wells      | 49,850,437 | 154,268   | 1,059,186           |
| Dennis A. Wicker       | 48,793,545 | 1,211,160 | 1,059,186           |
| Richard T. Williams    | 49,970,673 | 34,032    | 1,059,186           |

## 2. Ratification of the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for fiscal 2018:

| Votes For  | Votes   |             | Broker<br>Non-Votes |
|------------|---------|-------------|---------------------|
|            | Against | Abstentions |                     |
| 50,992,491 | 56,654  | 14,746      | -                   |

## 3. Approval of the Coca Cola Bottling Co. Consolidated Long-Term Performance Equity Plan:

|            | Votes   |             | Broker    |
|------------|---------|-------------|-----------|
| Votes For  | Against | Abstentions | Non-Votes |
| 49,930,621 | 59,161  | 14,923      | 1,059,186 |

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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.

COCA-COLA BOTTLING CO. CONSOLIDATED

Date: By: /s/ E. Beauregarde Fisher III

May 16,  
2018

E. Beauregarde Fisher III

Executive Vice President, General Counsel and Secretary