

BEMIS CO INC  
Form 8-K  
May 08, 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 **May 7, 2015**

(Date of earliest event reported)

**BEMIS COMPANY, INC.**

(Exact name of Registrant as specified in its charter)

Commission File Number **1-5277**

**Missouri**  
(State or other jurisdiction of  
incorporation or organization)

**43-0178130**  
(I.R.S. Employer  
Identification No.)

**One Neenah Center, 4th Floor, P.O. Box 669, Neenah, Wisconsin 54957-0669**

(Address of principal executive offices)

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Registrant's telephone number, including area code: **(920) 527-5000**

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

The Bemis Company, Inc. 2015 Annual Meeting of Shareholders was held on May 7, 2015. As of the record date for the Annual Meeting, there were 97,439,764 shares of common stock entitled to vote, of which the holders of 89,628,021 shares were represented in person or by proxy at the Annual Meeting. The results of the items voted on at the Annual Meeting are set forth below:

1. The shareholders elected seven director-nominees for a one-year term. The vote was as follows:

| <b>Director Nominee</b> | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Broker Non-Votes</b> |
|-------------------------|------------------|-----------------------|-------------------------|
| Edward N. Perry         | 73,449,567       | 782,956               | 15,395,498              |
| Timothy M. Manganello   | 73,462,218       | 770,305               | 15,395,498              |
| Philip G. Weaver        | 73,715,780       | 516,743               | 15,395,498              |
| Ronald J. Floto         | 73,725,440       | 507,083               | 15,395,498              |
| William L. Mansfield    | 73,699,314       | 533,209               | 15,395,498              |
| Arun Nayar              | 73,725,096       | 507,427               | 15,395,498              |
| William F. Austen       | 73,319,793       | 912,730               | 15,395,498              |

2. The shareholders voted to ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the 2015 fiscal year. The vote was 88,776,893 for, 557,477 against, and 293,651 abstentions. There were no broker non-votes.

3. The shareholders voted, on an advisory basis, to approve the Company's executive compensation. The vote was 70,418,375 for, 3,294,331 against, and 519,817 abstentions. There were 15,395,498 broker non-votes.

4. The shareholders voted to approve the amendment to the Bemis Executive Officer Performance Plan. The vote was 72,508,246 for, 1,306,467 against, and 417,810 abstentions. There were 15,395,498 broker non-votes.

**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, thereunto duly authorized.

**BEMIS COMPANY, INC.**

By /s/ Michael B. Clauer  
Michael B. Clauer, Vice President and Chief Financial Officer

Date: May 8, 2015