

STARBUCKS CORP
Form 8-K
March 22, 2019

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): March 20, 2019

Starbucks Corporation

(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------|-----------------------------------|
| Washington | 0-20322 | 91-1325671 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

2401 Utah Avenue South, Seattle, Washington 98134

(Address of principal executive offices) (Zip Code)

(206) 447-1575

(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.

At the 2019 Annual Meeting of Shareholders held on March 20, 2019, the shareholders of Starbucks Corporation (the “Company”) elected the 10 directors nominated by the Board to serve until the 2020 Annual Meeting of Shareholders and until their successors are elected and qualified; the shareholders approved an advisory resolution to approve executive compensation; the shareholders approved the ratification of the selection of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the fiscal year ending September 29, 2019; the shareholders did not approve a shareholder proposal regarding true diversity board policy; and the shareholders did not approve a shareholder proposal regarding a report on sustainable packaging. The proposals are further described in the Company’s definitive proxy statement on Schedule 14A filed with the U.S. Securities and Exchange Commission on January 25, 2019.

The table below sets forth the number of votes cast for and against, and the number of abstentions and broker non-votes, for each matter voted upon by the Company’s shareholders.

| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|---|---------------|---------------|-------------|------------------|
| Election of Directors | | | | |
| Rosalind G. Brewer | 856,055,101 | 15,595,870 | 916,416 | 229,123,837 |
| Mary N. Dillon | 737,237,237 | 134,245,147 | 1,085,003 | 229,123,837 |
| Melody Hobson | 849,077,049 | 22,512,166 | 978,172 | 229,123,837 |
| Kevin R. Johnson | 865,089,551 | 6,398,182 | 1,079,654 | 229,123,837 |
| Jørgen Vig Knudstorp | 866,476,891 | 4,950,570 | 1,139,926 | 229,123,837 |
| Satya Nadella | 854,144,821 | 17,413,128 | 1,009,438 | 229,123,837 |
| Joshua Cooper Ramo | 869,603,496 | 1,734,880 | 1,229,011 | 229,123,837 |
| Clara Shih | 854,632,282 | 16,978,572 | 956,533 | 229,123,837 |
| Javier G. Teruel | 842,267,667 | 29,153,934 | 1,145,786 | 229,123,837 |
| Myron E. Ullman, III | 855,364,582 | 16,027,005 | 1,175,800 | 229,123,837 |
| | | | | |
| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
| Advisory Resolution to Approve Executive Compensation | 808,751,480 | 60,451,381 | 3,364,526 | 229,123,837 |
| | | | | |
| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
| Ratification of Selection of Deloitte & Touche LLP as our Independent Registered Public Accounting Firm for the fiscal year ending September 29, 2019 | 1,078,858,064 | 20,741,787 | 2,091,373 | N/A |
| | | | | |
| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
| Shareholder Proposal Regarding True Diversity Board Policy | 14,608,573 | 845,056,279 | 12,902,535 | 229,123,837 |
| | | | | |
| | Votes For | Votes Against | Abstentions | Broker Non-Votes |
| Shareholder Proposal Regarding a Report on Sustainable Packaging | 381,582,406 | 476,122,194 | 14,862,787 | 229,123,837 |

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.

STARBUCKS CORPORATION

Dated: March 22, 2019 By: /s/ Rachel A. Gonzalez
Rachel A. Gonzalez
executive vice president, general counsel and secretary