

CHURCH & DWIGHT CO INC /DE/
Form 8-K
May 02, 2019

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 the report (Date of earliest event reported): May 2, 2019

CHURCH & DWIGHT CO., INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction of

1-10585
(Commission

13-4996950
(I.R.S. Employer

Common Stock, \$1 par value

CHD

New York Stock Exchange

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

Church & Dwight Co., Inc. (the Company) held its Annual Meeting of Stockholders (the Annual Meeting) on May 2, 2019. The final voting results for each of the proposals submitted to a vote of the Company's stockholders at the Annual Meeting are set forth below.

Proposal No. 1 Election of Directors

The following nominees were elected by stockholders to serve on the Company's Board of Directors for a term of one year each. The voting results for each director nominee were as follows:

Nominees	For	Against	Abstain	Broker Non-Votes
Bradley C. Irwin	177,737,929	8,393,050	257,700	31,676,041
Penry W. Price	185,070,824	1,066,006	251,849	31,676,041
Arthur B. Winkleblack	179,652,873	6,489,789	246,017	31,676,041

Proposal No. 2 Advisory Vote to Approve Compensation of the Named Executive Officers

The stockholders approved, on an advisory basis, the compensation of the named executive officers as disclosed in the Proxy Statement for the Annual Meeting. The result of the advisory vote is set forth below:

For	Against	Abstain	Broker Non-Votes
170,857,386	14,905,838	625,455	31,676,041

Proposal No. 3 Ratification of the Appointment of Independent Registered Public Accounting Firm

The stockholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2019. The voting results on the proposal were as follows:

For	Against	Abstain
207,186,415	10,676,673	201,632

Item 8.01. Other Events.

On May 2, 2019, the Company issued a press release announcing that the Company's President and Chief Executive Officer, Matthew T. Farrell, has been appointed Chairman of the Board effective following the Annual Meeting. James R. Craigie, who served as Chairman of the Board until Mr. Farrell's appointment, will continue as a member of the Board of Directors. In addition, Robert D. LeBlanc will continue to serve as the Company's Lead Director. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated by reference into this Item 8.01.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit	Description
99.1	<u>Church & Dwight Co., Inc. press release, dated May 2, 2019</u>

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.

CHURCH & DWIGHT CO., INC.

Date: May 2, 2019

By: /s/ Patrick de Maynadier
Name: Patrick de Maynadier
Executive Vice President, General Counsel and
Title: Secretary