

FIRST BANCORP /PR/
Form 8-K
May 25, 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 24, 2016

First BanCorp.

(Exact name of registrant as specified in its charter)

Puerto Rico

(State or other jurisdiction
of incorporation)

001-14793

(Commission
File Number)

66-0561882

(I.R.S. Employer
Identification No.)

1519 Ponce de Leon Ave., PO Box 9146, San
Juan, Puerto Rico

(Address of principal executive offices)

00908-0146

(Zip Code)

Registrant's telephone number, including area code:

787-729-8041

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))

Top of the Form**Item 5.07 Submission of Matters to a Vote of Security Holders.**

At the Corporation's Annual Meeting of Stockholders held on May 24, 2016, the matters voted on and the voting results are as follows:

Proposal 1 Election of Directors

| <i>Director Nominees:</i> | <i>Votes For</i> | <i>Votes Against</i> | <i>Votes Abstained</i> |
|---------------------------|------------------|----------------------|------------------------|
| Juan Acosta-Reboyras | 189,310,967 | 1,222,927 | 40,462 |
| Aurelio Alemán-Bermúdez | 189,318,526 | 1,242,833 | 12,997 |
| Luz A. Crespo | 189,425,939 | 1,128,517 | 19,900 |
| Robert T. Gormley | 189,280,762 | 1,245,553 | 48,041 |
| Thomas M. Hagerty | 174,542,404 | 15,999,253 | 32,699 |
| Michael P. Harmon | 189,419,339 | 1,121,193 | 33,824 |
| Roberto R. Herencia | 150,265,443 | 40,057,643 | 251,270 |
| David I. Matson | 189,202,037 | 1,331,856 | 40,463 |
| José Menéndez-Cortada | 189,137,417 | 1,416,470 | 20,469 |

Broker Non-Vote 18,873,280 shares for each director.

Proposal 2 Approval of amendments to the First BanCorp. Omnibus Incentive Plan, as amended

| <i>Votes For</i> | <i>Votes Against</i> | <i>Votes Abstained</i> | <i>Broker Non-Votes</i> |
|------------------|----------------------|------------------------|-------------------------|
| 187,680,569 | 2,846,152 | 47,635 | 18,873,280 |

Proposal 3 Non-binding Approval of Executive Compensation

| <i>Votes For</i> | <i>Votes Against</i> | <i>Votes Abstained</i> | <i>Broker Non-Votes</i> |
|------------------|----------------------|------------------------|-------------------------|
| 155,606,524 | 34,862,954 | 104,878 | 18,873,280 |

Proposal 4 Ratification of the Appointment of KPMG LLP as the Independent Registered Public Accounting Firm for Fiscal Year 2016

| <i>Votes For</i> | <i>Votes Against</i> | <i>Votes Abstained</i> | <i>Broker Non-Votes</i> |
|------------------|----------------------|------------------------|-------------------------|
| 208,909,212 | 534,089 | 4,335 | NA |

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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.

First BanCorp.

May 25, 2016

By: */s/ Lawrence Odell*

Name: Lawrence Odell
Title: EVP and General Counsel