

BIOMARIN PHARMACEUTICAL INC  
Form 8-K  
June 10, 2016

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): June 6, 2016

BioMarin Pharmaceutical Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware  
(State or Other Jurisdiction

000-26727

68-0397820  
(IRS Employer

of Incorporation)

(Commission File Number) Identification No.)

770 Lindero Street, San Rafael, California  
(Address of Principal Executive Offices)

94901  
(Zip Code)

Registrant's Telephone Number, Including Area Code: (415) 506-6700

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

On June 6, 2016, BioMarin Pharmaceutical Inc. (“BioMarin” or the “Company”) held the 2016 Annual Meeting of the Stockholders (the “Annual Meeting”) at the Company’s offices in the Tamalpais Room, 750 Lindero Street, San Rafael, California 94901. A total of 162,292,817 shares of common stock were entitled to vote as of April 11, 2016, the record date for the Annual Meeting. There were 150,532,909 shares of common stock present in person or represented by proxy at the Annual Meeting, at which the stockholders were asked to vote on four (4) proposals, each of which is described in more detail in BioMarin’s definitive proxy statement for the Annual Meeting filed with the Securities and Exchange Commission on April 25, 2016 (the “Proxy Statement”). Set forth below are the matters acted upon by the stockholders, and the final voting results of each such proposal.

Proposal 1: Election of Directors

| Directors Elected             | Vote For    | Withheld  | Broker<br>Non-Votes |
|-------------------------------|-------------|-----------|---------------------|
| Jean-Jacques Bienaimé         | 135,239,362 | 4,113,841 | 11,179,706          |
| Michael Grey                  | 138,436,553 | 916,650   | 11,179,706          |
| Elaine J. Heron, Ph.D.        | 138,113,561 | 1,239,642 | 11,179,706          |
| V. Bryan Lawlis, Ph.D.        | 138,815,792 | 537,411   | 11,179,706          |
| Alan J. Lewis                 | 137,791,412 | 1,561,791 | 11,179,706          |
| Richard A. Meier              | 138,899,341 | 453,862   | 11,179,706          |
| David Pyott                   | 138,865,520 | 487,683   | 11,179,706          |
| Dennis J. Slamon, M.D., Ph.D. | 138,895,431 | 457,772   | 11,179,706          |

Based on the votes set forth above, BioMarin’s stockholders elected each of the eight nominees set forth above to serve as a director of BioMarin until the next annual meeting of stockholders and until his or her successor is duly elected and qualified, or, if sooner, until the director’s death, resignation or removal.

Proposal 2: Advisory Vote on the Compensation of the Company’s Named Executive Officers

The advisory (non-binding) vote to approve the compensation of BioMarin’s named executive officers, as set forth in the Proxy Statement, received the following votes:

| For         | Against    | Abstain | Broker<br>Non-Votes |
|-------------|------------|---------|---------------------|
| 120,990,088 | 18,299,187 | 63,928  | 11,179,706          |

Based on the votes set forth above, BioMarin’s stockholders approved, on an advisory basis, the compensation of BioMarin’s named executive officers, as set forth in the Proxy Statement.

Proposal 3: Ratification of the Selection of Independent Registered Public Accounting Firm

The ratification of the selection of KPMG LLP as BioMarin’s independent registered public accounting firm for the fiscal year ending December 31, 2016, as set forth in the Proxy Statement, received the following votes:

| For         | Against | Abstain |
|-------------|---------|---------|
| 149,900,460 | 526,606 | 105,843 |

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Based on the votes set forth above, BioMarin's stockholders ratified the selection of KPMG LLP as BioMarin's independent registered public accounting firm to serve for the year ending December 31, 2016.

Proposal 4: Shareholder Proposal Requesting that BioMarin Issue a Sustainability Report

The shareholder proposal requesting that BioMarin issue a sustainability report, as set forth in the Proxy Statement, received the following votes:

| For        | Against    | Abstain   | Broker<br>Non-Votes |
|------------|------------|-----------|---------------------|
| 37,388,020 | 85,713,521 | 16,251,66 | 11,179,706          |

Based on the votes set forth above, BioMarin's stockholders voted against the shareholder proposal requesting that BioMarin issue a sustainability report.

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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 thereunto duly authorized.

BioMarin Pharmaceutical Inc.,

a Delaware corporation

Date: June 10, 2016 By: /s/ G. Eric Davis  
G. Eric Davis

Executive Vice President, General Counsel