

PINNACLE WEST CAPITAL CORP  
Form 8-K  
May 28, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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 21, 2014**

| Commission File Number | Exact Name of Registrant as Specified in<br>Charter; State of Incorporation;<br>Address and Telephone Number   | IRS Employer<br>Identification Number |
|------------------------|--|---------------------------------------|
| 1-8962                 | <b>Pinnacle West Capital Corporation</b><br><br>(an Arizona corporation)<br><br>400 North Fifth Street, P.O. Box 53999<br><br>Phoenix, AZ 85072-3999<br><br>(602) 250-1000 | 86-0512431                            |

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:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o 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 May 21, 2014, at the Annual Meeting of Shareholders, the following items set forth in our Proxy Statement were voted upon:

**Item 1.** The nominees listed below were elected directors with the respective votes set forth opposite their names:

|                             | NUMBER OF VOTES |            |                  |
|-----------------------------|-----------------|------------|------------------|
|                             | FOR             | WITHHELD   | BROKER NON-VOTES |
| Donald E. Brandt            | 77,768,769      | 3,399,968  | 11,127,880       |
| Susan Clark-Johnson         | 80,432,381      | 760,785    | 11,127,880       |
| Denis A. Cortese, M.D.      | 80,160,589      | 1,032,577  | 11,127,880       |
| Richard P. Fox              | 80,691,032      | 479,769    | 11,127,880       |
| Michael L. Gallagher        | 70,657,983      | 10,535,183 | 11,127,880       |
| Roy A Herberger, Jr., Ph.D. | 79,095,931      | 2,097,235  | 11,127,880       |
| Dale E. Klein, Ph.D.        | 80,702,091      | 468,710    | 11,127,880       |
| Humberto S. Lopez           | 79,373,318      | 1,819,848  | 11,127,880       |
| Kathryn L. Munro            | 78,092,945      | 3,100,221  | 11,127,880       |
| Bruce J. Nordstrom          | 79,860,577      | 1,310,224  | 11,127,880       |
| David P. Wagener            | 80,714,199      | 478,967    | 11,127,880       |

**Item 2.** The advisory resolution to approve executive compensation, as disclosed in the 2014 Proxy Statement, was approved, with the following votes cast:

| NUMBER OF VOTES |           |             |                  |  |
|-----------------|-----------|-------------|------------------|--|
| FOR             | AGAINST   | ABSTENTIONS | BROKER NON-VOTES |  |
| 74,908,101      | 5,288,196 | 996,085     | 11,127,880       |  |

**Item 3.** The appointment of Deloitte & Touche LLP as independent accountants for 2014 was ratified, with the following votes cast:

| NUMBER OF VOTES |         |             |                  |  |
|-----------------|---------|-------------|------------------|--|
| FOR             | AGAINST | ABSTENTIONS | BROKER NON-VOTES |  |
| 91,430,774      | 597,789 | 291,699     | 0                |  |

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.

PINNACLE WEST CAPITAL CORPORATION  
(Registrant)

Dated: May 28, 2014

By: /s/ David P. Falck  
David P. Falck  
Executive Vice President and General Counsel