

BIOGEN INC.
Form 8-K
June 09, 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): June 8, 2016

Biogen Inc.

(Exact name of registrant as specified in its charter)

Delaware

0-19311

33-0112644

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

225 Binney Street, Cambridge, Massachusetts 02142

(Address of principal executive offices; Zip Code)

Registrant's telephone number, including area code: (617) 679-2000

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))

Item 5.07 Submission of Matters to a Vote of Security Holders

On June 8, 2016, the Company held its Annual Meeting of Stockholders. The final voting results for this meeting are as follows:

Stockholders elected eleven nominees to the Board of Directors to serve for a one-year term extending until the 1.2017 annual meeting of stockholders and their successors are duly elected and qualified, with the votes cast as follows:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|-------------|---------------|-------------|------------------|
| Alexander J. Denner | 174,539,454 | 893,682 | 156,718 | 15,341,806 |
| Caroline D. Dorsa | 174,480,779 | 948,828 | 160,247 | 15,351,806 |
| Nancy L. Leaming | 174,714,214 | 715,699 | 159,941 | 15,341,806 |
| Richard C. Mulligan | 174,278,133 | 1,153,119 | 158,602 | 15,351,806 |
| Robert W. Pangia | 172,965,385 | 2,465,619 | 158,850 | 15,351,806 |
| Stelios Papadopoulos | 171,437,694 | 2,916,140 | 1,236,020 | 15,341,806 |
| Brian S. Posner | 174,610,247 | 819,301 | 160,306 | 15,341,806 |
| Eric K. Rowinsky | 173,285,332 | 2,144,051 | 160,471 | 15,341,806 |
| George A. Scangos | 172,548,069 | 2,884,049 | 157,736 | 15,341,806 |
| Lynn Schenk | 173,190,776 | 2,241,967 | 157,111 | 15,341,806 |
| Stephen A. Sherwin | 154,451,332 | 20,644,275 | 494,247 | 15,341,806 |

2. Stockholders ratified the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016, with the votes cast as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 188,715,983 | 1,983,681 | 231,996 | — |

3. Stockholders approved the advisory vote on executive compensation, with the votes cast as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 170,639,138 | 4,521,474 | 429,242 | 15,341,806 |

