

COCA COLA CO  
Form 8-K  
April 24, 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 Report (Date of earliest event reported): April 24, 2019

(Exact name of registrant as specified in its charter)

Delaware

001-02217 58-0628465

(State or other

(Commission (IRS Employer

jurisdiction

File Number) Identification No.)

of incorporation)

One Coca-Cola Plaza

30313

Atlanta, Georgia

(Zip Code)

(Address of principal executive offices)

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Registrant's telephone number, including area code: (404) 676-2121

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

(a) The Annual Meeting of Shareowners of the Company was held on Wednesday, April 24, 2019, in Atlanta, Georgia. The results of the matters submitted to a vote of the shareowners at the meeting are set forth below. Pursuant to Delaware law and the Company's By-Laws, abstentions and broker non-votes are not considered votes cast and do not affect the outcome of the votes. Therefore, only votes for and against each matter are included in the percentages below.

(b) Item 1. Election of Directors. Shareowners elected each of the persons named below as Directors for a term expiring in 2020 as follows:

|                        | FOR           | % FOR | AGAINST     | %<br>AGAINST | ABSTENTIONS | BROKER<br>NON-VOTES |
|------------------------|---------------|-------|-------------|--------------|-------------|---------------------|
| Herbert A. Allen       | 3,120,865,655 | 98.80 | 37,966,164  | 1.20         | 4,605,459   | 588,527,222         |
| Ronald W. Allen        | 3,084,752,301 | 97.66 | 74,029,551  | 2.34         | 4,655,404   | 588,527,222         |
| Marc Bolland           | 3,146,615,530 | 99.62 | 11,888,952  | 0.38         | 4,932,796   | 588,527,222         |
| Ana Botín              | 3,102,271,445 | 98.22 | 56,061,825  | 1.78         | 5,104,008   | 588,527,222         |
| Christopher C. Davis   | 3,093,952,695 | 97.97 | 63,972,517  | 2.03         | 5,512,066   | 588,527,222         |
| Barry Diller           | 3,016,152,035 | 95.50 | 142,216,272 | 4.50         | 5,067,677   | 588,527,222         |
| Helene D. Gayle        | 3,140,924,416 | 99.43 | 18,095,494  | 0.57         | 4,416,074   | 588,527,222         |
| Alexis M. Herman       | 3,098,496,203 | 98.11 | 59,767,221  | 1.89         | 5,172,560   | 588,527,222         |
| Robert A. Kotick       | 3,149,884,657 | 99.74 | 8,276,839   | 0.26         | 5,274,488   | 588,527,222         |
| Maria Elena Lagomasino | 3,107,613,322 | 98.38 | 51,069,929  | 1.62         | 4,752,733   | 588,527,222         |
| James Quincey          | 3,072,056,636 | 97.53 | 77,875,242  | 2.47         | 13,505,400  | 588,527,222         |
| Caroline J. Tsay       | 3,149,099,750 | 99.70 | 9,357,063   | 0.30         | 4,980,465   | 588,527,222         |
| David B. Weinberg      | 3,148,448,712 | 99.68 | 10,065,182  | 0.32         | 4,923,384   | 588,527,222         |

Item 2. Advisory Vote to Approve Executive Compensation. Votes regarding this advisory proposal were as follows:

|                     |               |         |
|---------------------|---------------|---------|
| Votes Cast For:     | 3,068,372,376 | 97.44 % |
| Votes Cast Against: | 80,774,074    | 2.56 %  |
| Abstentions:        | 14,290,821    |         |
| Broker Non-Votes:   | 588,527,222   |         |

Item 3. Ratification of the Appointment of Ernst & Young LLP as Independent Auditors. Votes regarding this proposal were as follows:

|                     |               |         |
|---------------------|---------------|---------|
| Votes Cast For:     | 3,645,858,962 | 97.35 % |
| Votes Cast Against: | 99,307,910    | 2.65 %  |
| Abstentions:        | 6,796,809     |         |
| Broker Non-Votes:   | N/A           |         |

Item 4. Shareowner Proposal Regarding an Independent Board Chair. Votes regarding this proposal were as follows:

|                     |               |         |
|---------------------|---------------|---------|
| Votes Cast For:     | 567,668,705   | 18.02 % |
| Votes Cast Against: | 2,583,027,406 | 81.98 % |
| Abstentions:        | 12,736,600    |         |
| Broker Non-Votes:   | 588,527,222   |         |

Item 5. Shareowner Proposal on Sugar and Public Health. Votes regarding this proposal were as follows:

|                     |               |         |
|---------------------|---------------|---------|
| Votes Cast For:     | 152,246,796   | 4.88 %  |
| Votes Cast Against: | 2,967,280,486 | 95.12 % |
| Abstentions:        | 43,905,768    |         |
| Broker Non-Votes:   | 588,527,222   |         |

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.

**THE COCA-COLA COMPANY**  
(REGISTRANT)

Date: April 24, 2019 By: /s/ Bernhard Goepelt  
Bernhard Goepelt  
Senior Vice President and General Counsel