

FMC CORP  
Form 8-K  
April 27, 2018

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

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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, 2018

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FMC CORPORATION  
(Exact name of registrant as specified in its charter)

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Delaware (State or other jurisdiction of incorporation or organization)	1-2376 (Commission File Number)	94-0479804 (I.R.S. Employer Identification No.)
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2929 Walnut Street Philadelphia, Pennsylvania (Address of principal executive offices)	19104 (Zip Code)
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Registrant's telephone number, including area code: 215-299-6000

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Indicate by  
check mark  
whether the  
registrant is  
an emerging  
growth  
company as  
defined in 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 o  
If an emerging growth company,  
indicate by check mark if the o  
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.

Check the appropriate box below if the Form 8-K 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
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Item 5.07. Submission of Matters to a Vote of Security Holders.

- (a) We held our annual meeting of stockholders on April 24, 2018 (the “Annual Meeting”); 134,483,366 shares of common stock were entitled to be voted; 113,721,950 shares were voted in person or by proxy. At the Annual Meeting, Pierre Brondeau, Eduardo E. Cordeiro, G. Peter D’Aloia, C. Scott Greer, K’Lynne Johnson, Dirk A. Kempthorne, Paul J. Norris, Margareth Øvrum, Robert C. Pallash, William H. Powell and Vincent R. Volpe, Jr. were each duly nominated for, and elected by the stockholders to our Board of Directors (the “Board”). These individuals will serve on our Board for a one-year term expiring in 2019. The number of votes cast for, withheld, abstained, and the number of broker non-votes with respect to each nominee is set forth below:

	For	Withhold	Abstain	Broker Non-Votes
Pierre Brondeau	101,672,950	632,594	3,633,554	7,782,852
Eduardo E. Cordeiro	104,425,063	261,372	1,252,663	7,782,852
G. Peter D’Aloia	102,157,971	758,354	3,022,773	7,782,852
C. Scott Greer	71,884,698	1,673,746	32,380,654	7,782,852
K’Lynne Johnson	73,712,632	1,240,546	30,985,920	7,782,852
Dirk A. Kempthorne	104,957,443	389,014	592,641	7,782,852
Paul J. Norris	73,364,658	1,605,238	30,969,202	7,782,852
Margareth Øvrum	105,159,213	192,207	587,678	7,782,852
Robert C. Pallash	104,211,406	638,617	1,089,075	7,782,852
William H. Powell	73,813,576	1,146,607	30,978,915	7,782,852
Vincent R. Volpe, Jr	102,671,666	721,448	2,545,984	7,782,852

- (c) At the Annual Meeting, the stockholders also voted on the ratification of the Audit Committee’s approval for the continuing service of KPMG LLP as the company’s independent registered public accounting firm for the fiscal year ending December 31, 2018. The number of votes cast for, against and abstained with respect to this proposal is set forth below:

Votes  
 For: 110,892,490  
 Against: 2,585,533  
 Abstain: 243,927

- (d) At the Annual Meeting, the stockholders also voted, in a non-binding advisory vote, to approve the compensation of the Company’s named executive officers as disclosed pursuant to the compensation disclosure rules of the Securities and Exchange Commission. The number of votes cast for, against and abstained, and the number of broker non-votes, with respect to this proposal is set forth below:

Votes  
 For: 63,506,815  
 Against: 38,298,064  
 Abstain: 4,134,219  
 Broker Non-Votes: 7,782,852

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.

FMC CORPORATION  
(Registrant)

Date: April 27, 2018 By: /s/  
ANDREA  
E.  
UTECHT  
Andrea E.  
Utecht  
Executive  
Vice  
President,  
General  
Counsel  
and  
Secretary