



Edgar Filing: HERSHEY CO - Form 8-K

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.

The Company held its 2018 Annual Meeting of Stockholders on May 2, 2018. Set forth below are the final voting results from the meeting.

## Proposal No. 1 — Election of Directors

Holders of the Company's Common Stock and Class B Common Stock, voting together without regard to class, elected the following directors by the votes set forth as follows:

Name	Votes For	Votes Withheld	Broker Non-Votes
Pamela M. Arway	711,960,465	1,101,681	22,485,095
James W. Brown	712,003,503	1,058,643	22,485,095
Michele G. Buck	712,062,748	999,398	22,485,095
Charles A. Davis	711,213,995	1,848,151	22,485,095
James C. Katzman	712,100,762	961,384	22,485,095
M. Diane Koken	709,643,478	3,418,668	22,485,095
Robert M. Malcolm	711,859,110	1,203,036	22,485,095
Anthony J. Palmer	712,129,094	933,052	22,485,095
David L. Shedlarz	711,882,855	1,179,291	22,485,095

Holders of the Company's Common Stock, voting separately as a class, elected the following directors by the votes set forth as follows:

Name	Votes For	Votes Withheld	Broker Non-Votes
Mary Kay Haben	103,553,964	3,383,222	22,424,525
Wendy L. Schoppert	105,913,777	1,023,409	22,424,525

## Proposal No. 2 — Independent Registered Public Accounting Firm

Holders of the Company's Common Stock and Class B Common Stock, voting together without regard to class, ratified the appointment of Ernst & Young LLP as the Company's independent auditors for the fiscal year ending December 31, 2018, by the votes set forth as follows:

Votes For	Votes Against	Abstentions
734,131,622	1,042,553	373,068

## Proposal No. 3 — Non-Binding Advisory Vote on Named Executive Officer Compensation

Holders of the Company's Common Stock and Class B Common Stock, voting together without regard to class, approved the compensation of the Company's named executive officers on a non-binding advisory basis by the votes set forth as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
706,157,028	6,232,962	672,158	22,485,095



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 HERSHEY COMPANY

Date: May 4, 2018 By: /s/ Patricia A. Little  
Patricia A. Little  
Senior Vice President, Chief Financial Officer