

STARBUCKS CORP  
Form 8-K  
March 28, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The  
Securities and Exchange Act of 1934  
Date of Report (Date of earliest event reported): March 23, 2016  
Starbucks Corporation  
(Exact Name of Registrant as Specified in its Charter)

Washington  
(State or Other Jurisdiction of  
Incorporation)  
2401 Utah Avenue South, Seattle, Washington 98134  
(Address of Principal Executive Offices)  
(206) 447-1575  
(Registrant's Telephone Number, including Area Code)

0-20322  
(Commission  
File Number)

91-1325671  
(IRS Employer  
Identification No.)

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))
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# Item 5.07 Submission of Matters to a Vote of Security Holders.

At the 2016 Annual Meeting of Shareholders held on March 23, 2016, the shareholders of Starbucks Corporation (the "Company") voted on (1) the election of 12 directors nominated by the Board to serve until the 2017 Annual Meeting of Shareholders and until their successors are elected and qualified, (2) an advisory resolution to approve executive compensation, (3) approval of the amended and restated Employee Management Bonus Plan, (4) the ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending October 2, 2016, (5) a shareholder proposal regarding proxy access, and (6) a shareholder proposal regarding human rights review. The proposals are further described in the Company's definitive proxy statement on Schedule 14A filed with the U.S. Securities and Exchange Commission on January 25, 2016.

The table below sets forth the number of votes cast for and against, and the number of abstentions and broker non-votes, for each matter voted upon by the Company's shareholders.

|                                                                                                                                                                | Votes For     | Votes Against | Abstentions | Broker<br>Non-Votes |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|-------------|---------------------|
| Proposal 1: Election of Directors                                                                                                                              |               |               |             |                     |
| Howard Schultz                                                                                                                                                 | 999,193,870   | 18,602,006    | 3,943,606   | 268,249,708         |
| William W. Bradley                                                                                                                                             | 1,010,436,193 | 10,139,053    | 1,164,236   | 268,249,708         |
| Mary N. Dillon                                                                                                                                                 | 1,017,274,758 | 3,348,150     | 1,116,574   | 268,249,708         |
| Robert M. Gates                                                                                                                                                | 1,015,907,529 | 4,775,747     | 1,056,206   | 268,249,708         |
| Mellody Hobson                                                                                                                                                 | 1,006,865,232 | 13,692,120    | 1,182,130   | 268,249,708         |
| Kevin R. Johnson                                                                                                                                               | 1,012,485,658 | 8,037,878     | 1,215,946   | 268,249,708         |
| Joshua Cooper Ramo                                                                                                                                             | 1,017,062,887 | 3,496,026     | 1,180,569   | 268,249,708         |
| James G. Shennan, Jr.                                                                                                                                          | 998,946,210   | 21,526,509    | 1,266,763   | 268,249,708         |
| Clara Shih                                                                                                                                                     | 1,014,139,549 | 6,455,993     | 1,143,940   | 268,249,708         |
| Javier G. Teruel                                                                                                                                               | 1,014,976,622 | 5,551,509     | 1,211,351   | 268,249,708         |
| Myron E. Ullman, III                                                                                                                                           | 1,005,238,263 | 15,154,035    | 1,347,184   | 268,249,708         |
| Craig E. Weatherup                                                                                                                                             | 1,006,854,358 | 13,635,890    | 1,249,234   | 268,249,708         |
|                                                                                                                                                                | Votes For     | Votes Against | Abstentions | Broker<br>Non-Votes |
| Proposal 2: Advisory Resolution to Approve Executive Compensation                                                                                              | 986,594,285   | 32,026,528    | 3,118,669   | 268,249,708         |
|                                                                                                                                                                | Votes For     | Votes Against | Abstentions | Broker<br>Non-Votes |
| Proposal 3: Approval of Amended and Restated Executive Management Bonus Plan                                                                                   | 991,194,692   | 27,434,011    | 3,110,779   | 268,249,708         |
|                                                                                                                                                                | Votes For     | Votes Against | Abstentions | Broker<br>Non-Votes |
| Proposal 4: Ratification of Selection of Deloitte & Touche LLP as our Independent Registered Public Accounting Firm for the fiscal year ending October 2, 2016 | 1,275,836,047 | 12,273,822    | 1,879,321   | N/A                 |
|                                                                                                                                                                | Votes For     | Votes Against | Abstentions | Broker<br>Non-Votes |
|                                                                                                                                                                | 583,636,617   | 433,157,265   | 4,945,600   | 268,249,708         |

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Proposal 5: Shareholder Proposal Regarding Proxy  
Access

|                                                                   | Votes For  | Votes Against | Abstentions | Broker<br>Non-Votes |
|-------------------------------------------------------------------|------------|---------------|-------------|---------------------|
| Proposal 6: Shareholder Proposal Regarding Human<br>Rights Review | 39,475,842 | 940,880,845   | 41,382,795  | 268,249,708         |

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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.

STARBUCKS CORPORATION

Dated: March 28, 2016

By: /s/ Lucy Lee Helm  
Lucy Lee Helm  
executive vice president, general counsel and  
secretary