

PFIZER INC
Form 8-K
April 29, 2013

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 25, 2013

PFIZER INC.

(Exact name of registrant as specified in its charter)

| | | |
|---|--|--|
| Delaware (State or other Jurisdiction of incorporation) | 1-3619 (Commission File Number) | 13-5315170 (I.R.S. Employer Identification No.) |
| 235 East 42nd Street New York, New York (Address of principal executive offices) | | 10017 (Zip Code) |

Registrant's telephone number, including area code:
(212) 733-2323

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 obligation of the registrant under any of the following provisions:

- Written communication 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

(a) Pfizer's Annual Meeting of Shareholders was held on April 25, 2013.

(b) Shareholders voted on the matters set forth below.

1. The nominees for election to the Board of Directors were elected, each for a one-year term, based upon the following votes:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|------------------|----------------------|--------------------|-------------------------|
| Dennis A. Ausiello | 5,032,447,443 | 38,616,895 | 20,201,009 | 883,570,086 |
| M. Anthony Burns | 4,972,937,743 | 97,172,501 | 21,130,781 | 883,570,086 |
| W. Don Cornwell | 4,831,343,462 | 239,407,979 | 20,517,594 | 883,570,086 |
| Frances D. Fergusson | 5,020,361,208 | 54,704,511 | 16,174,904 | 883,570,086 |
| William H. Gray, III | 4,942,943,318 | 127,740,786 | 20,583,253 | 883,570,086 |
| Helen H. Hobbs | 5,039,913,072 | 35,997,819 | 15,324,826 | 883,570,086 |
| Constance J. Horner | 4,972,870,242 | 97,872,829 | 20,519,195 | 883,570,086 |
| James M. Kilts | 4,966,911,968 | 107,679,895 | 16,674,571 | 883,570,086 |
| George A. Lorch | 4,973,862,443 | 96,622,604 | 20,781,448 | 883,570,086 |
| Suzanne Nora Johnson | 5,002,043,649 | 68,361,687 | 20,865,030 | 883,570,086 |
| Ian C. Read | 4,858,886,856 | 194,188,507 | 38,195,316 | 883,570,086 |
| Stephen W. Sanger | 5,038,551,371 | 36,156,867 | 16,562,764 | 883,570,086 |
| Marc Tessier-Lavigne | 5,047,450,464 | 27,910,962 | 15,904,917 | 883,570,086 |

2. The proposal to ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for 2013 was approved based upon the following votes:

| | |
|--------------------|---------------|
| Votes for approval | 5,876,660,641 |
| Votes against | 77,136,852 |
| Abstentions | 21,041,622 |
| Broker Non-Votes | N/A |

3. The proposal to approve, on an advisory basis, the compensation of the Company's Named Executive Officers was approved based upon the following votes:

| | |
|--------------------|---------------|
| Votes for approval | 4,830,867,107 |
| Votes against | 222,313,840 |
| Abstentions | 38,052,133 |
| Broker-Non Votes | 883,570,086 |

4. The shareholder proposal regarding executive equity retention was not approved based upon the following votes:

| | |
|--------------------|---------------|
| Votes for approval | 1,434,132,567 |
|--------------------|---------------|

Edgar Filing: PFIZER INC - Form 8-K

| | |
|------------------|---------------|
| Votes against | 3,605,035,969 |
| Abstentions | 52,043,969 |
| Broker-Non Votes | 883,570,086 |

5. The shareholder proposal regarding action by written consent was not approved based upon the following votes:

| | |
|--------------------|---------------|
| Votes for approval | 2,385,502,317 |
| Votes against | 2,648,133,285 |
| Abstentions | 57,629,331 |
| Broker non-votes | 883,570,086 |

(c) Not applicable

(d) Not applicable.

SIGNATURE

Under the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the authorized undersigned.

PFIZER INC.

Dated: April 29, 2013

By: /s/ Matthew Lepore
Matthew Lepore

Title: Vice President & Corporate Secretary