

NEWMONT MINING CORP /DE/  
Form 8-K  
April 27, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**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, 2018**

**Newmont Mining Corporation**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**001-31240**

(Commission File Number)

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**84-1611629**

(I.R.S. Employer Identification No.)

**6363 South Fiddlers Green Circle, Greenwood Village, CO 80111**

(Address of principal executive offices) (zip code)

**(303) 863-7414**

(Registrant's telephone number, including area code)

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

On April 25, 2018, Newmont Mining Corporation, a Delaware Corporation ( Newmont or the Company ) held its 2018 Annual Meeting of Stockholders. The following matters were voted upon at the Annual Meeting: (1) the election of Directors; (2) the advisory vote on the compensation of the Named Executive Officers; and (3) the ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for 2018.

All matters voted on at the Annual Meeting were approved. Abstentions are counted in tabulations of the votes cast on proposals presented to stockholders (except with respect to the Election of Directors, where abstentions are excluded). The voting results were as follows:

## Proposal #1 Election of Directors

| Name               | Votes For   | % of<br>votes<br>cast | Withheld<br>Votes | % of<br>votes<br>cast | Abstentions | Broker Non-<br>Votes |
|--------------------|-------------|-----------------------|-------------------|-----------------------|-------------|----------------------|
| Gregory H. Boyce   | 376,666,473 | 99.80                 | 758,950           | 0.20                  | 1,751,793   | 33,060,359           |
| Bruce R. Brook     | 377,311,469 | 99.88                 | 442,743           | 0.12                  | 1,423,004   | 33,060,359           |
| J. Kofi Bucknor    | 376,678,855 | 99.77                 | 870,629           | 0.23                  | 1,627,732   | 33,060,359           |
| Joseph A. Carrabba | 355,891,907 | 98.64                 | 4,897,834         | 1.36                  | 18,387,475  | 33,060,359           |
| Noreen Doyle       | 367,816,193 | 99.36                 | 2,373,341         | 0.64                  | 8,987,682   | 33,060,359           |
| Gary J. Goldberg   | 377,250,265 | 99.86                 | 541,439           | 0.14                  | 1,385,512   | 33,060,359           |
| Veronica M. Hagen  | 367,824,130 | 99.39                 | 2,268,220         | 0.61                  | 9,084,866   | 33,060,359           |
| Sheri E. Hickok    | 378,032,401 | 99.83                 | 632,222           | 0.17                  | 512,593     | 33,060,359           |
| René Médori        | 376,791,448 | 99.85                 | 569,055           | 0.15                  | 1,816,713   | 33,060,359           |
| Jane Nelson        | 374,796,505 | 99.70                 | 1,143,678         | 0.30                  | 3,237,033   | 33,060,359           |
| Julio M. Quintana  | 376,941,647 | 99.84                 | 607,618           | 0.16                  | 1,627,951   | 33,060,359           |
| Molly P. Zhang     | 378,021,295 | 99.83                 | 648,316           | 0.17                  | 507,605     | 33,060,359           |

## Proposal #2 Advisory Vote on the Compensation of the Named Executive Officers

|                  |             | % of votes cast<br>on the Proposal |
|------------------|-------------|------------------------------------|
| Votes For        | 358,032,597 | 94.43                              |
| Votes Against    | 20,295,903  | 5.35                               |
| Abstentions      | 848,716     | 0.22                               |
| Broker Non-Votes | 33,060,359  |                                    |

## Proposal #3 - Ratification of Independent Registered Public Accounting Firm

|           |             | % of votes cast<br>at the Annual Meeting |
|-----------|-------------|------------------------------------------|
| Votes For | 410,039,349 | 99.47                                    |

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|               |           |      |
|---------------|-----------|------|
| Votes Against | 1,377,116 | 0.33 |
| Abstentions   | 821,110   | 0.20 |

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

|        |                                                                      |
|--------|----------------------------------------------------------------------|
| By:    | /s/ Logan Hennessey                                                  |
| Name:  | Logan Hennessey                                                      |
| Title: | Vice President, Associate General Counsel and<br>Corporate Secretary |

Dated: April 27, 2018