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SeaWorld Entertainment, Inc.
Form 8-K
June 13, 2018

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): June 13, 2018

SeaWorld Entertainment, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware 001-35883 27-1220297
(State or Other Jurisdiction (Commission (IRS Employer
of Incorporation) File Number) Identification No.)

9205 South Park Center Loop, Suite 400
Orlando, Florida 32819
(Address of Principal Executive Offices)

(Zip Code)

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Registrant's Telephone Number, Including Area Code: (407) 226-5011

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 filing obligation of the registrant under any of the following provisions (see General Instructions A.2. below):

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.

(a)(b) On June 13, 2018, SeaWorld Entertainment, Inc. (the “Company”) held its 2018 Annual Meeting of Stockholders (the “Annual Meeting”). A quorum was present at the meeting as required by the Company’s Bylaws. The immediately following charts set forth the number of votes cast for and against, and the number of abstention votes and broker non-votes, with respect to each matter voted upon by the stockholders.

Proposal 1 – Election of Directors

Ronald Bension, William Gray, Thomas E. Moloney, Yoshikazu Maruyama and Scott I. Ross were elected to the Board to serve as directors until the Company’s 2019 Annual Meeting of Stockholders and until their successors have been duly elected and qualified.

| | Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|--------------------|--------------|------------------|--------------------|---------------------|
| Ronald Bension | 67,372,295 | 1,641,785 | 1,102,171 | 8,837,744 |
| William Gray | 50,667,409 | 18,343,657 | 1,105,185 | 8,837,744 |
| Thomas E. Moloney | 58,014,804 | 10,994,836 | 1,106,611 | 8,837,744 |
| Yoshikazu Maruyama | 68,345,071 | 669,526 | 1,101,654 | 8,837,744 |
| Scott I. Ross | 68,365,774 | 635,723 | 1,114,754 | 8,837,744 |

Proposal 2 – Ratification of Independent Registered Public Accounting Firm

The appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2018 was ratified.

| Votes For | Votes Against | Votes Abstained |
|--------------|------------------|--------------------|
| 78,002,108 | 577,396 | 374,491 |

Proposal 3 – Non-binding Vote on Executive Compensation

The stockholders approved, on an advisory, non-binding basis, the compensation paid to the Company’s named executive officers.

| Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|--------------|------------------|--------------------|---------------------|
| 44,160,798 | 24,678,710 | 1,276,743 | 8,837,744 |

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.

SEAWORLD ENTERTAINMENT, INC.

Date: June 13, 2018 By: /s/ G. Anthony (Tony) Taylor
Name: G. Anthony (Tony) Taylor
Title: Chief Legal Officer, General Counsel and Corporate Secretary