

PBF Energy Inc.
Form 8-K
June 01, 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): May 31, 2018

PBF ENERGY INC.
(Exact Name of Registrant as Specified in its Charter)

Delaware 001-35764 45-3763855
(State or other jurisdiction (Commission (I.R.S. Employer
of incorporation or organization) File Number) Identification Number)

One Sylvan Way, Second Floor
Parsippany, New Jersey 07054
(Address of the Principal Executive Offices) (Zip Code)

(973) 455-7500
(Registrant's Telephone Number, including area code)

N/A
(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:

- 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))

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

The Annual Meeting of Stockholders of PBF Energy Inc. (“PBF Energy”) was held on May 31, 2018. At the Annual Meeting, the stockholders elected each of the following individuals to serve on PBF Energy’s Board of Directors until the 2019 Annual Meeting of Stockholders, or until his or her successor is duly elected and qualified, with the votes, rounded to the nearest whole share, cast as follows:

| NAME | FOR | AGAINST | ABSTAIN | NON-VOTES |
|-------------------|------------|------------|---------|-----------|
| Thomas J. Nimbley | 92,629,667 | 992,804 | 433,563 | 4,995,397 |
| Spencer Abraham | 72,581,359 | 21,438,022 | 36,653 | 4,995,397 |
| Wayne Budd | 92,045,730 | 1,206,597 | 803,707 | 4,995,397 |
| Eugene Edwards | 93,445,428 | 573,718 | 36,888 | 4,995,397 |
| William Hantke | 93,870,810 | 148,396 | 36,828 | 4,995,397 |
| Edward Kosnik | 93,897,476 | 121,670 | 36,888 | 4,995,397 |
| Robert Lavinia | 93,893,249 | 125,428 | 37,357 | 4,995,397 |
| Kimberly Lubel | 93,951,205 | 68,356 | 36,473 | 4,995,397 |
| George Ogden | 93,914,938 | 104,208 | 36,888 | 4,995,397 |

In addition, the following proposals were voted at PBF Energy’s Annual Meeting:

The ratification of the appointment of Deloitte & Touche LLP to serve as PBF Energy’s independent registered public accounting firm for 2018 was approved by the stockholders, with the votes, rounded to the nearest whole share, cast as follows:

| FOR | AGAINST | ABSTAIN | NON-VOTES |
|------------|---------|---------|-----------|
| 98,653,932 | 348,112 | 49,387 | — |

With respect to the approval of the PBF Energy Inc. Amended and Restated 2017 Equity Incentive Plan, the stockholders have approved the Amended and Restated 2017 Equity Incentive Plan, with the votes, rounded to the nearest whole share, cast as follows:

| FOR | AGAINST | ABSTAIN | NON-VOTES |
|------------|------------|---------|-----------|
| 82,164,638 | 11,817,611 | 73,785 | 4,995,397 |

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.

Dated: June 1, 2018

PBF Energy Inc.
(Registrant)

By: /s/ Trecia Canty
Name: Trecia Canty
Senior Vice
Title: President,
General Counsel