

Bunge LTD
Form 8-K
May 29, 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 24, 2018

BUNGE LIMITED
(Exact name of Registrant as specified in its charter)

| | | |
|--|---------------------------------------|--|
| Bermuda (State or other jurisdiction of incorporation) | 001-16625 (Commission File Number) | 98-0231912 (I.R.S. Employer Identification Number) |
|--|---------------------------------------|--|

| | |
|--|---------------------|
| 50 Main Street White Plains, New York (Address of principal executive offices) | 10606 (Zip code) |
|--|---------------------|

(914) 684-2800
(Registrant's telephone number, including area
code)

N.A.
(Former name or former address, if changes 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 Instruction 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))

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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). 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 May 24, 2018, Bunge Limited (“Bunge”) held its 2018 annual general meeting of shareholders (the “Annual General Meeting”). At the Annual General Meeting, shareholders elected Bunge’s director nominees, approved the appointment of Deloitte & Touche LLP as Bunge’s independent auditors for fiscal year 2018 and approved the advisory vote on executive compensation. The results of the votes at the Annual General Meeting were as follows:

Proposal 1: Election of directors:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|---------------------------|------------|---------------|-------------|------------------|
| Ernest G. Bachrach | 78,106,078 | 21,083,018 | 34,684 | 8,264,296 |
| Vinita Bali | 91,675,314 | 7,455,845 | 92,621 | 8,264,296 |
| Enrique H. Boilini | 78,532,350 | 20,657,077 | 34,353 | 8,264,296 |
| Carol M. Browner | 79,854,887 | 19,337,721 | 31,172 | 8,264,296 |
| Paul Cornet de Ways-Ruart | 79,838,981 | 19,351,793 | 33,006 | 8,264,296 |
| Andrew Ferrier | 79,720,357 | 19,469,169 | 34,254 | 8,264,296 |
| Kathleen Hyle | 79,824,366 | 19,368,295 | 31,119 | 8,264,296 |
| L. Patrick Lupo | 73,703,855 | 25,486,375 | 33,550 | 8,264,296 |
| John E. McGlade | 79,710,438 | 19,479,692 | 33,650 | 8,264,296 |
| Soren Schroder | 78,917,914 | 20,288,414 | 17,452 | 8,264,296 |

The directors listed above were reelected for a one-year term.

Proposal 2: Approval of Deloitte & Touche LLP as independent auditors for fiscal year 2018 and authorization of the Audit Committee of the Board of Directors to determine the independent auditors’ fees:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------|---------------|-------------|------------------|
| 105,388,026 | 2,015,643 | 84,407 | N/A |

Proposal 3: Advisory vote on executive compensation:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 88,593,029 | 10,549,748 | 81,003 | 8,264,296 |

SIGNATURE

Pursuant to the requirements of the Securities 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.

Dated: May 29, 2018

BUNGE LIMITED

By: /s/ Carla L. Heiss

Name: Carla L. Heiss

Title: Deputy General Counsel and Secretary