

NUCOR CORP
Form 8-K
May 14, 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 10, 2018

NUCOR CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

1-4119
(Commission

File Number)

13-1860817
(IRS Employer

Identification No.)

1915 Rexford Road, Charlotte, North Carolina

28211

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (704) 366-7000

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))

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) Nucor Corporation (the Corporation) held its annual meeting of stockholders on May 10, 2018.
- (b) At the Annual Meeting, stockholders elected all seven of the directors nominated by the Board to serve for a term of one year and until their successors are duly elected and qualified. Each director received a greater number of votes cast for his or her election than votes withheld from his or her election as reflected below. The stockholders also ratified the appointment of PricewaterhouseCoopers LLP as the Corporation's independent registered public accounting firm for the year ending December 31, 2018. Additionally, the stockholders approved, on an advisory basis, the compensation of the Corporation's named executive officers as disclosed in the Corporation's proxy statement dated March 23, 2018 (the 2018 Proxy Statement). The stockholders did not approve the one stockholder proposal presented at the Annual Meeting. For more information on the proposals, see the 2018 Proxy Statement. The final voting results for each of the proposals presented at the Annual Meeting are set forth below.

1. Election of Directors:

Director	Votes For	Votes Withheld	Broker Non-Votes
Lloyd J. Austin III	251,456,577	1,684,125	36,936,755
Patrick J. Dempsey	250,769,684	2,371,018	36,936,755
John J. Ferriola	245,894,505	7,246,197	36,936,755
Victoria F. Haynes, Ph.D.	247,597,762	5,542,940	36,936,755
Christopher J. Kearney	251,438,915	1,701,787	36,936,755
Laurette T. Koellner	249,342,158	3,798,544	36,936,755
John H. Walker	250,716,735	2,423,967	36,936,755

2. Ratification of the appointment of PricewaterhouseCoopers LLP as the Corporation's independent registered public accounting firm for the year ending December 31, 2018:

Votes For	Votes Against	Abstentions
285,290,007	4,378,477	408,973

3. Advisory vote on named executive officer compensation:

Votes For	Votes Against	Abstentions	Broker Non-Votes
242,775,278	9,407,850	957,574	36,936,755

4. Stockholder proposal regarding political lobbying report:

Votes For	Votes Against	Abstentions	Broker Non-Votes
90,108,992	155,885,500	7,146,210	36,936,755

SIGNATURE

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.

NUCOR CORPORATION

Date: May 14, 2018

By: /s/ James D. Frias
James D. Frias

Chief Financial Officer,

Treasurer and Executive Vice President