

DUPONT E I DE NEMOURS & CO
Form 8-K
May 01, 2012

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) April 25, 2012

E. I. du Pont de Nemours and Company
(Exact Name of Registrant as Specified in Its Charter)

| | | |
|---|--------------------------------------|---|
| Delaware (State or Other Jurisdiction Of Incorporation) | 1-815 (Commission File Number) | 51-0014090 (I.R.S. Employer Identification No.) |
|---|--------------------------------------|---|

1007 Market Street
Wilmington, Delaware 19898
(Address of principal executive offices)

Registrant's telephone number, including area code: (302) 774-1000

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

DuPont's Annual Meeting of Stockholders was held on April 25, 2012. A total of 770,722,160 shares of common stock was voted in person or by proxy, representing 82.43 percent of the shares entitled to be voted. The following are the final voting results on proposals considered and voted upon at the meeting, all of which are described in the company's 2012 Proxy Statement.

1. Election of Directors. The 11 nominees listed below were elected to serve on the Board of Directors for the ensuing year.

| Director | For | Against | Abstentions | Broker Non-Votes |
|----------------|-------------|------------|-------------|------------------|
| L. Andreotti | 614,528,306 | 4,721,261 | 1,507,976 | 149,964,617 |
| R. H. Brown | 596,660,831 | 22,531,826 | 1,564,886 | 149,964,617 |
| R. A. Brown | 615,328,943 | 3,905,172 | 1,523,428 | 149,964,617 |
| B. P. Collomb | 614,522,024 | 4,681,145 | 1,554,374 | 149,964,617 |
| C. J. Crawford | 591,371,200 | 27,817,504 | 1,568,839 | 149,964,617 |
| A. M. Cutler | 590,307,239 | 28,671,710 | 1,778,594 | 149,964,617 |
| E. I. du Pont | 615,139,081 | 4,209,627 | 1,408,835 | 149,964,617 |
| M. A. Hewson | 603,175,556 | 16,116,671 | 1,465,316 | 149,964,617 |
| L. D. Juliber | 597,676,154 | 21,606,054 | 1,475,335 | 149,964,617 |
| E. J. Kullman | 597,555,020 | 21,710,888 | 1,491,635 | 149,964,617 |
| L. M. Thomas | 614,740,973 | 4,501,007 | 1,515,563 | 149,964,617 |

2. Ratification of PricewaterhouseCoopers LLP as the company's Independent Registered Public Accounting Firm.

| | |
|------------------|-------------|
| For | 758,523,632 |
| Against | 10,264,376 |
| Abstentions | 1,934,152 |
| Broker Non-Votes | — |

The foregoing proposal was approved.

3. Management Proposal to approve, by advisory vote, executive compensation.

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|------------------|-------------|
| For | 586,485,465 |
| Against | 28,857,067 |
| Abstentions | 5,415,011 |
| Broker Non-Votes | 149,964,617 |

The foregoing proposal was approved.

Stockholder proposal requesting the Board of Directors adopt a policy that, whenever possible, the Chair of the Board of Directors be an independent director (by the standard of the New York Stock Exchange) who has not previously served as an executive officer of the company.

| | |
|------------------|-------------|
| For | 264,892,965 |
| Against | 352,348,453 |
| Abstentions | 3,516,125 |
| Broker Non-Votes | 149,964,617 |

The foregoing proposal was not approved.

5. Stockholder proposal requesting the Board of Directors prepare a report reviewing the compensation packages provided to senior executives of the company.

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|------------------|-------------|
| For | 42,770,729 |
| Against | 552,739,841 |
| Abstentions | 25,246,973 |
| Broker Non-Votes | 149,964,617 |

The foregoing proposal was not approved.

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.

E. I. DU PONT DE NEMOURS AND COMPANY
(Registrant)

/s/ Barry J. Niziolek
Barry J. Niziolek
Vice President and Controller

May 1, 2012

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