

ANIXTER INTERNATIONAL INC  
Form 8-K  
May 31, 2016

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 26, 2016

ANIXTER INTERNATIONAL INC.  
(Exact name of registrant as specified in its charter)

Delaware 94-1658138  
(State or other jurisdiction of (I.R.S. Employer  
incorporation or organization) Identification No.)

Commission File Number: 001-10212

2301 Patriot Blvd.  
Glenview, Illinois 60026  
(224) 521-8000  
(Address and telephone number of principal executive offices)

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 was held on May 26, 2016. In connection with the meeting, proxies were solicited pursuant to the Securities and Exchange Act of 1934. The following are the voting results on proposals considered and voted upon at the meeting, all of which were described in the Company's 2016 Proxy Statement filed on April 20, 2016.

(1) The Directors of the Company were elected as follows:

|                     | VOTES      |         |           | BROKER    |
|---------------------|------------|---------|-----------|-----------|
|                     | FOR        | AGAINST | ABSTAINED | NON-VOTES |
| Lord James Blyth    | 29,496,180 | 731,867 | 5,774     | 1,479,000 |
| Frederic F. Brace   | 30,154,661 | 73,678  | 5,482     | 1,479,000 |
| Linda Walker Bynoe  | 29,561,017 | 667,756 | 5,048     | 1,479,000 |
| Robert J. Eck       | 30,156,651 | 71,569  | 5,601     | 1,479,000 |
| Robert W. Grubbs    | 30,149,739 | 78,888  | 5,194     | 1,479,000 |
| F. Philip Handy     | 29,505,902 | 722,252 | 5,667     | 1,479,000 |
| Melvyn N. Klein     | 29,491,884 | 736,416 | 5,521     | 1,479,000 |
| George Muñoz        | 30,150,009 | 78,149  | 5,663     | 1,479,000 |
| Scott R. Peppet     | 30,166,794 | 61,365  | 5,662     | 1,479,000 |
| Valarie L. Sheppard | 30,168,510 | 60,048  | 5,263     | 1,479,000 |
| Stuart M. Sloan     | 29,507,522 | 720,842 | 5,457     | 1,479,000 |
| Samuel Zell         | 29,337,279 | 891,207 | 5,335     | 1,479,000 |

(2) An advisory proposal on the compensation of the Company's named executive officers was approved by a vote of 29,336,476 shares "for" and 881,718 shares "against" with 15,627 shares abstaining. There were 1,479,000 broker non-votes.

(3) The stockholders ratified the appointment of Ernst & Young LLP as the Company's independent auditors for the fiscal year 2016 by a vote of 31,483,224 shares "for" and 223,679 shares "against" with 5,918 shares abstaining.

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, thereunto duly authorized.

ANIXTER INTERNATIONAL INC.

May 31, 2016 By: /s/ Theodore A. Dosch  
Theodore A. Dosch  
Executive Vice President - Finance  
and Chief Financial Officer