

BOSTON SCIENTIFIC CORP
Form 8-K
May 11, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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**

BOSTON SCIENTIFIC CORPORATION

(Exact name of registrant as specified in charter)

DELAWARE
(State or other
jurisdiction of
incorporation)

1-11083
(Commission
file number)

04-2695240
(IRS employer
identification no.)

300 Boston Scientific Way, Marlborough, Massachusetts
(Address of principal executive offices)

01752-1234
(Zip code)

Registrant's telephone number, including area code: **(508) 683-4000**

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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:

- o Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o 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) Boston Scientific Corporation (the Company) held its 2018 Annual Meeting of Stockholders (the Annual Meeting) on May 10, 2018 at its Corporate Headquarters located in Marlborough, Massachusetts.

(b) The final voting results on each of the matters submitted to a vote of stockholders at the Annual Meeting are set forth below.

(1) All ten director nominees were elected to the Company's Board of Directors for a one-year term to hold office until the Company's 2019 Annual Meeting of Stockholders and until their successors have been elected and qualified.

Nominee	For	Withheld	Broker Non-Votes
Nelda J. Connors	1,147,969,499	19,080,238	47,343,496
Charles J. Dockendorff	1,155,396,690	11,653,047	47,343,496
Yoshiaki Fujimori	1,165,031,055	2,018,682	47,343,496
Donna A. James	1,165,745,175	1,304,562	47,343,496
Edward J. Ludwig	1,154,243,535	12,806,202	47,343,496
Stephen P. MacMillan	1,159,357,189	7,692,548	47,343,496
Michael F. Mahoney	1,139,020,766	28,028,971	47,343,496
David J. Roux	1,164,956,759	2,092,978	47,343,496
John E. Sununu	1,162,781,637	4,268,100	47,343,496
Ellen M. Zane	1,165,213,784	1,835,953	47,343,496

(2) The advisory vote on the compensation for the Company's Named Executive Officers as disclosed in the Company's proxy statement for the Annual Meeting was approved.

For	Against	Abstain	Broker Non-Votes
1,115,591,751	49,959,908	1,498,078	47,343,496

(3) The appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the 2018 fiscal year was ratified.

For	Against	Abstain
1,200,883,230	12,635,524	874,479

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.

May 11, 2018

BOSTON SCIENTIFIC CORPORATION

By:

/s/ Vance R. Brown
Vance R. Brown
Vice President and Chief Corporate Counsel