

BEAM INC  
Form 8-K  
April 27, 2012

**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): April 24, 2012

**Beam Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**1-9076**  
(Commission  
File Number)

**13-3295276**  
(IRS Employer  
Identification No.)

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510 Lake Cook Road

Deerfield, IL  
(Address of Principal Executive Offices)  
(847) 948-8888

60015  
(Zip Code)

(Registrant's telephone number, including area code)

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b) Pursuant to the Beam Inc. (the Company) retirement age policy, Anne M. Tatlock retired from the Company's Board of Directors effective April 24, 2012. The Company's policy requires directors to retire after the Annual Meeting of Stockholders following their 72nd birthday.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The Company held its Annual Meeting of Stockholders on April 24, 2012. At the Annual Meeting, our stockholders (i) elected the persons listed below to serve as directors for a term of one year expiring at the 2013 Annual Meeting of Stockholders and until their successors are duly elected and qualified; (ii) ratified the appointment of PricewaterhouseCoopers LLP to serve as the Company's independent registered public accounting firm for 2012; (iii) approved the compensation paid to the Company's named executive officers; (iv) approved the Beam Inc. 2012 Employee Stock Purchase Plan; and (v) re-approved the Annual Executive Incentive Compensation Plan. Set forth below are the voting results for each of these proposals:

**1. The election of seven directors for a one-year term expiring at the 2013 Annual Meeting**

| Director Name        | For         | Against   | Abstain | Broker Non-Votes |
|----------------------|-------------|-----------|---------|------------------|
| Richard A. Goldstein | 114,215,611 | 598,288   | 265,353 | 15,728,789       |
| Stephen W. Golsby    | 114,223,114 | 600,636   | 255,502 | 15,728,789       |
| Ann F. Hackett       | 112,858,861 | 1,964,276 | 256,115 | 15,728,789       |
| A. D. David Mackay   | 114,296,685 | 526,119   | 256,448 | 15,728,789       |
| Matthew J. Shattock  | 114,463,601 | 373,766   | 241,885 | 15,728,789       |
| Robert A. Steele     | 114,371,444 | 456,993   | 250,815 | 15,728,789       |
| Peter M. Wilson      | 112,458,046 | 2,431,944 | 189,262 | 15,728,789       |

**2. The ratification of the appointment of PricewaterhouseCoopers LLP to serve as the Company's independent registered public accounting firm for 2012**

| For         | Against   | Abstain |
|-------------|-----------|---------|
| 129,570,879 | 1,017,456 | 219,706 |

**3. The approval of the compensation paid to the Company's named executive officers**

| For         | Against    | Abstain   | Broker Non-Votes |
|-------------|------------|-----------|------------------|
| 100,120,010 | 11,130,548 | 3,828,694 | 15,728,789       |

**4. The approval of the Beam Inc. 2012 Employee Stock Purchase Plan**

| For         | Against | Abstain | Broker Non-Votes |
|-------------|---------|---------|------------------|
| 113,188,107 | 985,071 | 906,074 | 15,728,789       |

**5. The re-approval of the Annual Executive Incentive Compensation Plan**

| For | Against | Abstain | Broker Non-Votes |
|-----|---------|---------|------------------|
|-----|---------|---------|------------------|

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111,205,978

3,303,128

570,146

15,728,789

**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.

BEAM INC.  
(Registrant)

By: /s/ Kenton R. Rose  
Name: Kenton R. Rose  
Title: Senior Vice President, General Counsel  
& Chief Administrative Officer and Secretary

Date: April 27, 2012