Edgar Filing: Thompson Creek Metals CO Inc. - Form 8-K

Thompson Creek Metals CO Inc.

Form 8-K May 13, 2013

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 9, 2013

### THOMPSON CREEK METALS COMPANY INC.

(Exact name of registrant as specified in its charter)

British Columbia, Canada 001-33783 98-0583591 (State or Other Jurisdiction (Commission (I.R.S. Employer of Incorporation) File Number) Identification No.)

26 West Dry Creek Circle Suite 810 Littleton, Colorado 80120

Littleton, Colorado 60120

(Address of Principal Executive Offices)

(303) 761-8801

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:

- o Written communications 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))

#### Items to be Included in this Report

Item 5.07.

Submission of Matters to a Vote of Security Holders.

The annual meeting of shareholders of Thompson Creek Metals Company Inc. (the "Company") was held on May 9, 2013 in Englewood, Colorado. The meeting was adjourned to allow additional time for shareholders to vote on Proposals 2 and 3, the proposals to approve the Company's amended and restated long-term incentive plan and amended and restated employee stock purchase plan. The adjournment with respect to Proposals 2 and 3 will be until 10:00 a.m., Mountain Time, on Wednesday, May 29, 2013. This Current Report on Form 8-K will be amended to report the final voting results on Proposals 2 and 3 once such final results are received by the Company. The final results for each of the remaining proposals submitted to a vote of shareholders at the annual meeting are set forth below.

(a) The nominees for election to the Board of Directors were elected, until the next annual meeting of shareholders to be held in 2014 or until their successors are duly elected and qualified, based upon the following votes:

| Name of Nominee    | Votes For  | Votes      | Broker     |
|--------------------|------------|------------|------------|
| Name of Nominee    | votes Foi  | Withheld   | Non-Votes  |
| Denis C. Arsenault | 49,021,228 | 17,843,900 | 35,513,922 |
| Carol T. Banducci  | 63,400,860 | 3,464,268  | 35,513,922 |
| James L. Freer     | 65,279,159 | 1,585,969  | 35,513,922 |
| James P. Geyer     | 65,309,112 | 1,556,016  | 35,513,922 |
| Timothy J. Haddon  | 64,853,401 | 2,279,419  | 35,513,922 |
| Kevin Loughrey     | 64,528,486 | 2,334,334  | 35,513,922 |
| Thomas J. O'Neil   | 65,116,444 | 1,748,684  | 35,513,922 |

(b) The proposal to appoint KPMG LLP as the Company's independent registered public accounting firm from their engagement through the next annual meeting was approved based on the following votes:

| Votes For  | Votes   | Votes      | Broker    |
|------------|---------|------------|-----------|
|            | Against | Abstaining | Non-Votes |
| 99,898,367 |         | 2,494,575  |           |

(c) The proposal regarding the advisory vote to approve the compensation of the Company's named executive officers was approved based on the following votes:

| Votes For  | Votes      | Votes      | Broker     |
|------------|------------|------------|------------|
|            | Against    | Abstaining | Non-Votes  |
| 42,001,657 | 24,353,814 | 523,547    | 35,513,924 |

# Edgar Filing: Thompson Creek Metals CO Inc. - Form 8-K

# **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.

# THOMPSON CREEK METALS COMPANY INC.

Date: May 13, 2013 By: /s/ Wendy Cassity

Name: Wendy Cassity

Title: Vice President, General Counsel and Secretary