

# CAPITAL BANK FINANCIAL CORP.

## **FORM 8-K** (Current report filing)

Filed 06/16/17 for the Period Ending 06/16/17

Address	121 ALHAMBRA PLAZA SUITE 1601 CORAL GABLES, FL 33134
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Industry	Banks
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Fiscal Year	12/31

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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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): June 16, 2017



(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation)

001-35655  
(Commission  
File Number)

27-1454759  
(IRS Employer  
Identification No.)

4725 Piedmont Row Drive, Suite 110  
Charlotte, North Carolina 28210  
(Address of principal executive offices)(Zip Code)

Registrant's telephone number, including area code: (704) 554-5901

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.**

Capital Bank Financial Corp. (the “Company”) held its Annual Meeting of Shareholders on June 14, 2017. The shareholders considered three proposals, each of which is described in more detail in the Company’s definitive proxy statement dated April 28, 2017.

**Proposal 1:** Election of eight nominees as directors to hold office until the next Annual Meeting of Shareholders or until their respective successors are elected and qualified. The votes were cast as follows:

<b>Name</b>	<b>Votes For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
Martha M. Bachman	29,699,479	135,120	1,705,480
Richard M. DeMartini	29,700,292	134,307	1,705,480
Peter N. Foss	26,959,216	2,875,383	1,705,480
William A. Hodges	29,700,569	134,030	1,705,480
Scott B. Kauffman	29,678,269	156,330	1,705,480
Oscar A. Keller III	29,685,147	149,452	1,705,480
Marc D. Oken	29,700,444	134,155	1,705,480
Robert L. Reid	29,639,444	195,155	1,705,480
R. Eugene Taylor	29,665,711	168,888	1,705,480
William G. Ward, Sr.	29,637,840	196,759	1,705,480

All director nominees were duly elected.

**Proposal 2:** The proposal to ratify the Audit Committee’s selection of Crowe Horwath LLP, to serve as the Company’s independent registered public accounting firm for the year ending December 31, 2017. The votes were cast as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstained</b>	<b>Broker Non-Votes</b>
31,464,243	73,623	2,213	-

Proposal 2 was approved.

**Proposal 3:** Adoption of a resolution approving, on an advisory basis, the compensation paid to the Company’s named executive officers, as disclosed pursuant to Item 402 of Regulation S-K in the Company’s proxy statement. The votes were cast as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstained</b>	<b>Broker Non-Votes</b>
29,222,475	599,127	12,997	1,705,480

Proposal 3 was approved.

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## 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 hereunto duly authorized.

**CAPITAL BANK FINANCIAL CORP.**  
(Registrant)

Date: June 16, 2017

By: /s/ Vincent M. Lichtenberger  
Vincent M. Lichtenberger  
Executive Vice President, General Counsel &  
Secretary