

Edgar Filing: Interactive Brokers Group, Inc. - Form 8-K

Interactive Brokers Group, Inc.
Form 8-K
April 23, 2019

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): April 18, 2019

INTERACTIVE BROKERS GROUP, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware 001-33440 30-0390693
(State or Other Jurisdiction (Commission File Number) (I.R.S. Employer Identification Number)
of Incorporation)

One Pickwick Plaza, Greenwich, CT 06830

(Address of Principal Executive Offices) (Zip Code)

(203) 618-5800

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

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))

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.

The annual meeting of stockholders of Interactive Brokers Group, Inc. (the "Company") was held on April 18, 2019.

The stockholders voted on proposals to elect directors to the Company's Board of Directors (the "Board"), to approve, on an advisory non-binding basis, executive compensation, and to ratify the appointment of Deloitte & Touche LLP as independent auditor.

All nominees for election to the Board were elected for a one year term expiring at the annual meeting of stockholders in the following year. Each director will hold office until his successor has been elected and qualified or until the director's earlier resignation or removal.

The number of votes cast for or against and the number of abstentions with respect to each proposal is set forth below. The Company's independent inspector of election reported the vote of the stockholders as follows:

Election of Directors (Percentages shown are of the votes cast)

	For	Against	Abstain	Broker Non-Vote
Thomas Peterffy	369,126,169 93.96%	23,709,551 6.03%	48,784 0.01%	15,026,039
Earl H. Nemser	363,397,453 92.50%	29,436,400 7.49%	50,651 0.01%	15,026,039
Milan Galik	376,252,564 95.77%	16,583,071 4.22%	48,869 0.01%	15,026,039
Paul J. Brody	374,900,238 95.43%	17,933,972 4.56%	50,294 0.01%	15,026,039
Lawrence E. Harris	381,270,009 97.05%	11,373,523 2.89%	240,972 0.06%	15,026,039
Gary Katz	392,341,901 99.86%	479,688 0.12%	62,915 0.02%	15,026,039
John M. Damgard	392,405,315 99.88%	424,889 0.11%	54,300 0.01%	15,026,039
Philip Uhde	392,605,566 99.93%	228,873 0.06%	50,065 0.01%	15,026,039

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Stockholders approved, on an advisory non-binding basis, executive compensation levels, by a vote of 387,691,100 for; 5,087,583 against; 105,821 abstentions; and 15,026,039 broker non-votes.

Stockholders approved the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the year ending December 31, 2019, by a vote of 407,045,759 for; 634,479 against; and 230,305 abstentions.

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.

Dated: April 23, 2019

INTERACTIVE BROKERS GROUP,
INC.

By: /s/ Paul J. Brody
Name: Paul J. Brody
Title: Chief Financial Officer, Treasurer
and Secretary
