

EVERTEC, Inc.
Form 8-K
May 25, 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 24, 2018

EVERTEC, Inc.
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

Puerto Rico
(State or other jurisdiction of
incorporation or organization)

66-0783622
(I.R.S. employer
identification number)

Cupey Center Building, Road 176, Kilometer 1.3,
San Juan, Puerto Rico
(Address of principal executive offices)
(787) 759-9999
(Registrant's telephone number, including area code)
Not applicable
(Former name, former address and former fiscal year, if changed since last report)

00926
(Zip 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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.

EVERTEC, Inc. (the “Company”) held its Annual Meeting of Stockholders on May 24, 2018 (the “Annual Meeting”). At the Annual Meeting, stockholders voted on and approved three proposals, each of which is described in more detail in the Company’s definitive proxy statement dated April 9, 2018. At the close of business on March 29, 2018, the record date for the determination of stockholders entitled to vote at the Annual Meeting, there were 72,429,141 shares of the Company’s stock, \$0.01 par value per share, each share being entitled to one vote, constituting all of the outstanding voting securities of the Company. Present at the Annual Meeting in person or by proxy were holders of shares representing 68,202,311 shares of Common Stock constituting a quorum.

The final voting results were as follows:

Proposal 1 - Election of Directors.

| | FOR | WITHHELD | BROKER NON-VOTES |
|---------------------------|------------|----------|------------------|
| Frank G. D’Angelo | 65,898,124 | 251,579 | 2,052,608 |
| Morgan M. Schuessler, Jr. | 65,900,245 | 249,458 | 2,052,608 |
| Olga Botero | 65,888,109 | 261,594 | 2,052,608 |
| Jorge A. Junquera | 65,897,590 | 252,113 | 2,052,608 |
| Teresita Loubriel | 65,895,613 | 254,090 | 2,052,608 |
| Néstor O. Rivera | 65,793,635 | 356,068 | 2,052,608 |
| Alan H. Schumacher | 65,213,528 | 936,175 | 2,052,608 |
| Brian J. Smith | 65,901,844 | 247,859 | 2,052,608 |
| Thomas W. Swidarski | 65,867,087 | 282,616 | 2,052,608 |

Proposal 2 - Ratification of the appointment of Deloitte & Touch LLP as the Company’s independent registered public accounting firm for 2018.

| FOR | AGAINST | ABSTAIN |
|------------|---------|---------|
| 67,993,167 | 91,900 | 117,244 |

Proposal 3 - Advisory vote on executive compensation.

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|------------|-----------|---------|------------------|
| 59,409,557 | 6,624,579 | 115,567 | 2,052,608 |

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.

EVERTEC, Inc.
(Registrant)

Date: May 25, 2018 By: /s/ Luis A. Rodríguez
Name: Luis A. Rodríguez
Title: Executive Vice President & General Counsel