

MURPHY OIL CORP /DE  
Form 8-K  
May 12, 2016  
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 11, 2016

MURPHY OIL CORPORATION

(Exact name of registrant as specified in its charter)

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Delaware  
(State or other jurisdiction of incorporation)

1-8590  
(Commission File Number)

71-0361522  
(I.R.S. Employer Identification No.)

300 Peach Street  
P.O. Box 7000, El Dorado, Arkansas 71730-7000  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code 870-862-6411

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 (see General Instruction A.2. below):

- 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 5.07. Submission of Matters to a Vote of Security Holders

The following information is furnished pursuant to Item 5.07, “Submission of Matters to a Vote of Security Holders.”

On May 11, 2016, Murphy Oil Corporation held its annual meeting of stockholders. The results of voting related to matters brought before stockholders are shown below.

Proposal 1 – Election of Directors

The directors proposed by management were elected with a tabulation of votes to the nearest share as shown below.

|                       | For         | Against   | Abstain | Broker<br>Non-Votes |
|-----------------------|-------------|-----------|---------|---------------------|
| T. Jay Collins        | 141,075,290 | 1,671,976 | 238,801 | 12,784,307          |
| Steven A. Cossé       | 140,409,635 | 2,340,889 | 235,543 | 12,784,307          |
| Claiborne P. Deming   | 140,267,308 | 2,482,256 | 236,503 | 12,784,307          |
| Lawrence R. Dickerson | 140,754,138 | 1,995,943 | 235,986 | 12,784,307          |
| Roger W. Jenkins      | 140,754,454 | 1,997,759 | 233,854 | 12,784,307          |
| James V. Kelley       | 140,370,074 | 2,378,841 | 237,152 | 12,784,307          |
| Walentin Mirosh       | 140,710,518 | 2,038,634 | 236,915 | 12,784,307          |
| R. Madison Murphy     | 139,819,605 | 2,932,941 | 233,521 | 12,784,307          |
| Jeffrey W. Nolan      | 141,077,362 | 1,674,603 | 234,102 | 12,784,307          |
| Neal E. Schmale       | 140,300,085 | 2,450,888 | 235,094 | 12,784,307          |
| Laura A. Sugg         | 140,768,930 | 1,981,489 | 235,648 | 12,784,307          |
| Caroline G. Theus     | 140,307,944 | 2,441,969 | 236,154 | 12,784,307          |

Proposal 2 – Advisory Vote to Approve Executive Compensation

|  |             |           |         |            |
|--|-------------|-----------|---------|------------|
|  | 138,634,581 | 4,018,207 | 333,279 | 12,784,307 |
|--|-------------|-----------|---------|------------|

Regarding an advisory vote on executive compensation, stockholders approved by vote the compensation of the Company’s named executive officers as shown.

Proposal 3 – Approve the Proposed 2017 Annual Incentive Plan

|  |             |           |         |            |
|--|-------------|-----------|---------|------------|
|  | 139,960,769 | 2,540,311 | 484,987 | 12,784,307 |
|--|-------------|-----------|---------|------------|

Regarding a vote to adopt the 2017 Annual Incentive Plan (2017 Plan) to replace the 2012 Annual Incentive Plan, stockholders approved by vote the 2017 Plan as shown.

Proposal 4 – Ratify KPMG LLP as independent  
Registered Public Accountant

154,044,811 1,633,580 91,983

The earlier appointment by the Audit Committee of the Board of  
Directors of KPMG LLP as the Company's independent registered  
public accounting firm for 2016 was approved by the vote of  
stockholders as shown.

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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.

MURPHY OIL  
CORPORATION

By: /s/ Keith  
Caldwell  
Keith  
Caldwell  
Senior  
Vice  
President  
and  
Controller

Date: May 12, 2016

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