

SCHWEITZER MAUDUIT INTERNATIONAL INC
Form 8-K
April 24, 2017

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
April 20, 2017
Date of Report (Date of earliest event reported)

SCHWEITZER-MAUDUIT INTERNATIONAL, INC.
(Exact name of registrant as specified in its charter)

Delaware 1-13948 62-1612879
(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

100 North Point Center East, Suite 600 30022
Alpharetta, Georgia
(Address of principal executive offices) (Zip code)

1-800-514-0186
(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:

- 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).
- 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

At the 2017 Annual Meeting of Stockholders of Schweitzer-Mauduit International, Inc. (the “Company”) held on April 20, 2017 (the “2017 Annual Meeting”), the following matters were considered and acted upon with the results indicated below.

Proposal One - Election of Directors

The following individuals were elected as directors to serve until the 2020 Annual Meeting of Stockholders and until their successors are duly elected and qualified:

| Nominees | For | Withheld | Broker Non-Votes |
|-------------------|------------|----------|---------------------|
| Claire L. Arnold | 26,147,374 | 531,841 | 1,365,504 |
| Jeffrey J. Keenan | 26,333,209 | 346,006 | 1,365,504 |
| Marco Levi | 26,407,784 | 271,431 | 1,365,504 |

Proposal Two - Ratification of the Selection of Independent Registered Public Accounting Firm

| | For | Against | Abstain | Broker Non-Votes |
|--|------------|-----------|---------|---------------------|
| Ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2017 | 26,039,785 | 1,720,230 | 284,704 | — |

Proposal Three - Non-Binding Advisory Vote to Approve Executive Compensation

| | For | Against | Abstain | Broker Non-Votes |
|---|------------|-----------|---------|---------------------|
| Shareholders vote, on an advisory basis, to approve the compensation paid to Named Executive Officers (“say-on-pay” vote) | 17,568,073 | 8,861,714 | 249,428 | 1,365,504 |

Proposal Four - Non-Binding Advisory Vote to Approve the Frequency of the Advisory Vote on Executive Compensation

| | Every Year | Every Two Years | Every Three Years | Abstain | Broker Non-Vote |
|--|---------------|-----------------------|-------------------------|---------|--------------------|
| Shareholders vote, on an advisory basis, to approve the frequency of the advisory vote to approve the compensation paid to Named Executive Officers (“say-when-on-pay” vote) | 19,281,840 | 73,574 | 7,080,982 | 242,819 | 1,365,504 |

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.

Schweitzer-Mauduit International, Inc.

By:/s/ Allison Aden
Allison Aden
Executive Vice President, Finance and
Chief Financial Officer

Dated: April 24, 2017