

FIRST BANCORP /PR/  
Form 8-K  
May 25, 2018

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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 24, 2018

First BanCorp.

(Exact name of registrant as specified in its charter)

Puerto Rico

001-14793

66-0561882

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1519 Ponce de Leon Ave., PO Box 9146, San  
Juan, Puerto Rico

00908-0146

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

787-729-8041

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))

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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. [  ]

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At the Annual Meeting of Stockholders of First BanCorp (the Corporation) held on May 24, 2018, stockholders of the Corporation voted on the following proposals, which are described in more detail in the Corporation's Definitive Proxy Statement on Schedule 14A for the 2018 Annual Meeting of Stockholders filed by the Corporation with the Securities and Exchange Commission on April 13, 2018. The voting results are as follows:

## Proposal 1 Election of Directors

| <i>Director Nominees:</i> | <i>Votes For</i> | <i>Votes Against</i> | <i>Votes Abstained</i> |
|---------------------------|------------------|----------------------|------------------------|
| Aurelio Alemán            | 179,676,602      | 258,913              | 828,531                |
| Juan Acosta Reboyras      | 178,231,030      | 1,700,212            | 832,804                |
| Luz A. Crespo             | 178,299,380      | 1,632,883            | 831,783                |
| Robert T. Gormley         | 178,115,145      | 1,818,230            | 830,671                |
| John A. Heffern           | 178,060,568      | 1,872,174            | 831,304                |
| Roberto R. Herencia       | 178,668,526      | 1,268,162            | 827,358                |
| David I. Matson           | 178,204,163      | 1,728,009            | 831,874                |
| Joe Menéndez-Cortada      | 176,227,740      | 3,708,079            | 828,227                |

Broker Non- Vote N/A shares for each director.

Proposal 2 Non-binding Approval of 2017 Executive Compensation of the Corporation's named executive officers.

| <i>Votes For</i> | <i>Votes Against</i> | <i>Votes Abstained</i> | <i>Broker Non-Votes</i> |
|------------------|----------------------|------------------------|-------------------------|
| 169,078,826      | 10,555,452           | 1,129,768              | N/A                     |

Proposal 3 Advisory Vote on the Frequency of Future Advisory Votes on the Corporation's Executive Compensation

| <i>1 Year</i> | <i>2 Years</i> | <i>3 Years</i> | <i>Votes Abstained</i> | <i>Broker Non-Votes</i> |
|---------------|----------------|----------------|------------------------|-------------------------|
| 163,847,588   | 155,214        | 15,911,867     | 849,377                | N/A                     |

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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.

*May 25, 2018*

First BanCorp.

By: *Lawrence Odell*

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*Name: Lawrence Odell*  
*Title: EVP and General Counsel*