

SM Energy Co  
Form 8-K  
May 22, 2015

**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 22, 2015 (May 19, 2015)**

**SM Energy Company**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-31539**  
(Commission  
File Number)

**41-0518430**  
(I.R.S. Employer  
Identification No.)

**1775 Sherman Street, Suite 1200, Denver, Colorado**

**80203**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(303) 861-8140**

**Not applicable**

## Edgar Filing: SM Energy Co - Form 8-K

(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.):

- 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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**Item 5.07**

**Submission of Matters to a Vote of Security Holders.**

On May 19, 2015, SM Energy Company (the *Company*) held its Annual Meeting of Stockholders (the *Annual Meeting*). At the Annual Meeting, the Company's stockholders elected all of the incumbent directors that stood for reelection, and approved the two additional proposals described below. Each director was elected by a majority vote. The directors elected and the final vote tabulation for each director were as follows:

Director	For	Against	Abstain	Non-Votes
Larry W. Bickle	46,518,073	9,104,032	510,060	6,518,876
Stephen R. Brand	54,925,620	948,385	258,160	6,518,876
William J. Gardiner	55,027,087	595,218	509,860	6,518,876
Loren M. Leiker	55,040,530	834,493	257,142	6,518,876
Javan D. Ottoson	55,713,653	386,303	32,209	6,518,876
Ramiro G. Peru	55,694,226	131,743	306,196	6,518,876
Julio M. Quintana	54,888,757	1,046,393	197,015	6,518,876
Rose M. Robeson	55,804,394	69,467	258,304	6,518,876
William D. Sullivan	55,182,402	920,287	29,476	6,518,876

The Company's stockholders approved the proposal to ratify the appointment by the Company's Audit Committee of Ernst & Young LLP, as the Company's independent registered public accounting firm for 2015. The final vote tabulation for that proposal was as follows:

For	62,539,943
Against	47,560
Abstain	63,538

The Company's stockholders approved, by a non-binding advisory vote, the proposal regarding the compensation of the Company's named executive officers. The final vote tabulation for that proposal was as follows:

For	55,299,364
Against	746,603
Abstain	86,198
Non-Votes	6,518,876

**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.

SM ENERGY COMPANY

Date: May 22, 2015

By: /s/ David W. Copeland  
David W. Copeland  
Executive Vice President, General  
Counsel and Corporate Secretary