

COLUMBIA SPORTSWEAR CO
Form 8-K
June 09, 2014

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):

June 3, 2014

Columbia Sportswear Company

(Exact name of registrant as specified in its charter)

Oregon
(State or other jurisdiction

of incorporation)

0-23939
(Commission

File Number)

93-0498284
(I.R.S. Employer

Identification No.)

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14375 Northwest Science Park Drive

Portland, Oregon 97229

(Address of principal executive offices)

(Zip Code)

(503) 985-4000

(Registrant's telephone number, including area code)

(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))

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

- (a) The Columbia Sportswear Company's Annual Meeting of Shareholders was held on June 3, 2014 (the Meeting).
- (b) Three matters, which are more fully described in the Company's definitive proxy statement filed with the Securities and Exchange Commission, were submitted to a vote of security holders at the Meeting:
1. To elect directors for the next year;
 2. To ratify the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2014; and
 3. To approve, by non-binding vote, executive compensation.

At the Meeting, 34,217,439 shares of common stock were represented in person or proxy, which constituted 98.12 percent of the 34,872,376 shares of the Company outstanding and entitled to vote at the Meeting as of April 2, 2014, the record date of the Meeting, and a quorum. Each share was entitled to one vote at the Meeting.

1. **Election of Directors.** All of the following directors were elected at the Meeting by the votes cast as follows:

| | Votes For | Votes Against or Withheld | Broker Non-Votes |
|-------------------|----------------------|--------------------------------------|-------------------------|
| Gertrude Boyle | 33,270,766 | 49,207 | 897,466 |
| Timothy P. Boyle | 33,148,408 | 171,565 | 897,466 |
| Sarah A. Bany | 33,257,591 | 62,382 | 897,466 |
| Murrey R. Albers | 33,269,304 | 50,669 | 897,466 |
| Stephen E. Babson | 33,067,558 | 252,415 | 897,466 |
| Andy D. Bryant | 33,299,373 | 20,600 | 897,466 |
| Edward S. George | 33,269,304 | 50,669 | 897,466 |
| Walter T. Klenz | 33,270,582 | 49,391 | 897,466 |
| Ronald E. Nelson | 33,300,679 | 19,294 | 897,466 |
| John W. Stanton | 33,269,606 | 50,367 | 897,466 |

2. **Ratification of Auditors.** The proposal to ratify the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2014 was approved with the following votes:

| For | Against | Abstentions |
|------------|----------------|--------------------|
| 34,049,350 | 17,445 | 150,644 |

3. **Say on Pay.** The proposal to approve, by non-binding vote, the Company's executive compensation program, passed as management recommended with the following votes:

| For | Against | Abstentions | Broker Non-Votes |
|------------|----------------|--------------------|-------------------------|
| 33,191,471 | 117,739 | 10,763 | 897,466 |

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.

Columbia Sportswear Company

Date: June 6, 2014

By: /s/ PETER J. BRAGDON

Name: Peter J. Bragdon

Title: Senior Vice President of Legal and Corporate
Affairs, General Counsel and Secretary