

MEREDITH CORP
Form 8-K
November 14, 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): November 9, 2016

MEREDITH CORPORATION
(Exact name of registrant as specified in its charter)

~~IOVA~~ 42-0410230
(State
or
other
jurisdiction.
(Commission file number)
of
incorporation
or
organization)

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

1716
Locust
Street,
Des
Moines,
Iowa
(Address
of
principal
executive
offices)

50309-3023

(Zip Code)

(515) 284-3000
(Registrant's telephone
number,
including area code)

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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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Item 5.07 Submission of Matters to a Vote of Security Holders

Meredith Corporation (the "Company") held its Annual Meeting on November 9, 2016. The following is a summary of the voting results for each matter presented to shareholders at the Annual Meeting.

Proposal 1. Election of Directors.

The Company's shareholders elected two persons nominated as Class III directors of the Company as set forth below:

| Nominees | For * | Withhold | Broker Non-Votes |
|--------------------------|------------|------------|------------------|
| Class III | | | |
| Stephen M. Lacy | 76,358,363 | 2,306,034 | 3,107,171 |
| D. Mell Meredith Frazier | 58,204,920 | 20,459,477 | 3,107,171 |

* As specified on the proxy card, if no vote For or Withhold was specified, the shares were voted For the election of the named director.

Proposal 2. The Company's shareholders voted to approve, on an advisory basis, the executive compensation program for the Company's named executive officers as described in the proxy statement.

| For | Against | Abstain | Broker Non-Votes |
|------------|------------|---------|------------------|
| 56,774,841 | 21,674,110 | 215,446 | 3,107,171 |

Proposal 3. The Company's shareholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the Company for the fiscal year ending June 30, 2017.

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 81,304,845 | 438,125 | 28,598 | — |

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.

MEREDITH
CORPORATION
Registrant

/s/ John S. Zieser
John S. Zieser
Chief
Development
Officer, General
Counsel and
Secretary

Date: November 14, 2016