

LyondellBasell Industries N.V.
Form 8-K
May 16, 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): May 11, 2016

LYONDELLBASELL INDUSTRIES N.V.

(Exact Name of Registrant as Specified in Charter)

The Netherlands
(State or Other Jurisdiction

of Incorporation)

001-34726
(Commission

File Number)

98-0646235
(IRS Employer

Identification No.)

| | | |
|---------------------------|---|---------------------------|
| 1221 McKinney St., | 4th Floor, One Vine Street | Delftseplein 27E |
| Suite 300 | London | 3013 AA Rotterdam |
| Houston, Texas | W1J0AH | The Netherlands |
| USA 77010 | The United Kingdom | |
| | (Addresses of principal executive offices) | |
| (713) 309-7200 | +44 (0)207 220 2600 | +31 (0)10 275 5500 |
| | (Registrant's telephone numbers, including area codes) | |

(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.

LyondellBasell Industries N.V. (the Company) held its Annual General Meeting of Shareholders on May 11, 2016. Shareholders voted on and approved each of the matters set forth below.

The election of four Class III directors to serve as members of the Supervisory Board until the annual meeting of shareholders in 2019 was approved based on the following votes:

| | FOR | AGAINST | WITHHOLD | BROKER NON-VOTES |
|-------------------|-------------|----------------|-----------------|-----------------------------|
| Jacques Aigrain | 370,739,824 | 1,341,051 | 347,443 | 12,022,484 |
| Lincoln Benet | 368,252,149 | 3,828,166 | 348,003 | 12,022,484 |
| Nance K. Dicciani | 353,667,780 | 13,880,840 | 4,879,698 | 12,022,484 |
| Bruce A. Smith | 370,656,605 | 1,427,340 | 344,373 | 12,022,484 |

The election of three individuals to serve as members of the Management Board until the annual meeting of shareholders in 2018 was approved based on the following votes:

| | FOR | AGAINST | WITHHOLD | BROKER NON-VOTES |
|--------------------|-------------|----------------|-----------------|-----------------------------|
| Thomas Aebischer | 371,592,731 | 522,426 | 313,161 | 12,022,484 |
| Dan Coombs | 372,015,054 | 104,519 | 308,745 | 12,022,484 |
| James D. Guilfoyle | 372,012,122 | 108,063 | 308,133 | 12,022,484 |

The adoption of the Company's Dutch statutory annual accounts, as prepared in accordance with Dutch law, for the year ended December 31, 2015 was approved based on the following votes:

| FOR | AGAINST | ABSTAIN |
|-------------|----------------|----------------|
| 382,655,088 | 138,339 | 1,657,375 |

The discharge from liability of members of the Management Board was approved based on the following votes:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-------------|----------------|----------------|-----------------------------|
| 370,053,398 | 1,825,758 | 549,162 | 12,022,484 |

The discharge from liability of members of the Supervisory Board was approved based on the following votes:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-------------|----------------|----------------|-----------------------------|
| 370,065,439 | 1,811,768 | 551,111 | 12,022,484 |

The ratification of the Company's selection of PricewaterhouseCoopers LLP as independent registered public accountants was approved based on the following votes:

FOR
381,199,999

AGAINST
2,821,759

ABSTAIN
429,044

The appointment of PricewaterhouseCoopers N.V. as auditors who will audit the Dutch statutory annual accounts was approved based on the following votes:

| FOR | AGAINST | ABSTAIN |
|-------------|----------------|----------------|
| 381,198,950 | 2,820,880 | 430,972 |

The ratification and approval of the dividends declared by the Management Board, acting with the approval of the Supervisory Board, in respect of the 2015 fiscal year was approved based on the following votes:

| FOR | AGAINST | ABSTAIN |
|-------------|----------------|----------------|
| 383,856,996 | 53,877 | 539,929 |

The approval, in an advisory vote, of the Company's executive compensation was approved based on the following votes:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-------------|----------------|----------------|-------------------------|
| 354,291,094 | 17,223,360 | 913,864 | 12,022,484 |

The approval of the authority of the Management Board, acting with the approval of the Supervisory Board, to repurchase up to 10% of the Company's shares was approved based on the following votes:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-------------|----------------|----------------|-------------------------|
| 382,907,300 | 1,108,211 | 435,291 | 12,022,484 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

LYONDELLBASELL INDUSTRIES N.V.

Date: May 16, 2016

By: */s/ Jeffrey A. Kaplan*
Jeffrey A. Kaplan
Executive Vice President