

Primerica, Inc.
Form 8-K
May 17, 2018

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 16, 2018

PRIMERICA, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation or
Organization)

001-34680
(Commission File Number)

27-1204330
(I.R.S. Employer
Identification No.)

1 Primerica Parkway

Duluth, Georgia 30099
(Address of Principal Executive Offices)

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(770) 381-1000
(Registrant's telephone number,
including area code)

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 (see General Instructions A.2. below):

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))

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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Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company held its 2018 annual stockholders' meeting on May 16, 2018. There were 44,063,960 shares of common stock outstanding and entitled to be voted, and 41,160,020 of those shares (93.4% of the outstanding shares) were represented in person or by proxy, at the Annual Meeting.

Proposal 1: The following nominees were elected by majority vote to serve on the Board of Directors:

Nominee	For	Withheld	Broker Non-Votes
John A. Addison, Jr.	38,483,601	130,336	2,536,920
Joel M. Babbit	38,555,430	56,696	2,536,920
P. George Benson	38,557,601	54,510	2,536,920
C. Saxby Chambliss	38,461,916	147,529	2,536,920
Gary L. Crittenden	38,414,332	197,560	2,536,920
Cynthia N. Day	37,393,604	1,221,478	2,536,920
Mark Mason	38,414,129	198,214	2,536,920
Beatriz R. Perez	38,611,385	3,684	2,536,920
D. Richard Williams	38,376,154	235,792	2,536,920
Glenn J. Williams	38,499,712	112,284	2,536,920
Barbara A. Yastine	38,601,352	14,643	2,536,920

Proposal 2: An advisory vote on executive compensation (Say-on-Pay) was approved.

For	Against	Abstain	Broker Non-Votes
38,441,488	163,463	18,149	2,536,920

Proposal 3: The appointment of KPMG LLP as the Company's independent registered public accounting firm for fiscal 2018 was ratified.

Votes For	Votes Against	Abstentions	Broker Non-Votes
40,866,730	281,736	11,554	n/a

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.

Dated: May 17, 2018 PRIMERICA, INC.

By: /s/ Stacey K. Geer
Stacey K. Geer
Executive Vice
President, Chief
Governance Officer
and Deputy
General Counsel