

NEWMARKET CORP
Form 8-K
April 25, 2019

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): April 25, 2019

NewMarket Corporation

(Exact name of registrant as specified in its charter)

Virginia	1-32190	20-0812170
(State or other jurisdiction	(Commission	(I.R.S. Employer
of incorporation)	File Number)	Identification No.)

330 South Fourth Street, Richmond,
Virginia 23219
(Address of principal executive offices) (Zip Code)
Registrant's telephone number, including area code: (804) 788-5000

Not Applicable

Former name or former address, if changed since last report

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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))

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.

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

On April 25, 2019, NewMarket Corporation (the "Company") held its 2019 Annual Meeting of Shareholders. The proposals listed below were submitted to a vote of shareholders, and are described in the Company's Proxy Statement filed with the Securities and Exchange Commission on March 13, 2019. The results are as follows:

1. The shareholders elected each of the Company's seven nominees to serve on its Board of Directors for the ensuing year, as set forth below:

Director	Affirmative			Broker
	Votes	Votes Against	Abstentions	Non-Votes
Phyllis L. Cothran	9,542,200	393,002	6,725	685,324
Mark M. Gambill	9,036,470	898,647	6,810	685,324
Bruce C. Gottwald	9,875,558	59,513	6,856	685,324
Thomas E. Gottwald	9,818,849	116,588	6,490	685,324
Patrick D. Hanley	8,949,442	962,273	30,212	685,324
H. Hiter Harris, III	9,904,437	30,891	6,599	685,324
James E. Rogers	9,859,540	75,973	6,414	685,324

2. The shareholders ratified the appointment of PricewaterhouseCoopers LLP as independent registered public accounting firm for the fiscal year ending December 31, 2019, as set forth below:

Affirmative	Votes	
	Votes	Abstentions
10,512,995	107,877	6,379

3. The shareholders approved, on an advisory basis, the Company's executive compensation program for its named executive officers disclosed in the Proxy Statement, as set forth below:

Affirmative	Votes	Votes Against	Abstentions	Broker
				Non-Votes
9,831,044	87,023	23,860	685,324	

Item 8.01 Other Events.

On April 25, 2019 NewMarket Corporation (the "Company") issued a press release reporting that the Company's Board of Directors had declared a dividend of \$1.75 per share of the Company's common stock, payable on July 1, 2019 to the Company's shareholders of record as of June 17, 2019. A copy of this press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.
(d) Exhibits.

99.1 Press release regarding the quarterly dividend issued by the Company on April 25, 2019.

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.

NewMarket Corporation

April 25, 2019 By: /s/ Brian D. Paliotti
Name: Brian D. Paliotti
Title: Vice President and Chief Financial Officer