

Childrens Place, Inc.
Form 8-K
May 09, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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 9, 2018

THE CHILDREN'S PLACE, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-23071 31-1241495
(Commission File Number) (IRS Employer Identification No.)

500 Plaza Drive, Secaucus, New Jersey 07094
(Address of Principal Executive Offices) (Zip Code)

(201) 558-2400

(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 Instruction 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 J40.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR J40.13e-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 (§240.12-b-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 pursuant to Section 13(a) of the Exchange Act.

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

At the 2018 Annual Meeting of Stockholders of The Children's Place, Inc. (the "Company") held on May 9, 2018, the Company's stockholders voted on: (i) the election of each of the Company's nine nominees for Director for a one-year term expiring in 2019; (ii) the ratification of the appointment of Ernst & Young LLP, as the Company's independent registered public accounting firm for the Company's fiscal year ending February 2, 2019; and (iii) the approval, on an advisory, non-binding basis, of the compensation of the Company's named executive officers as described in the Company's proxy statement for the 2018 Annual Meeting of Stockholders.

The results of the voting were as follows:

| | For | Against | Abstentions | Broker Non-Votes |
|---|------------|-----------|-------------|---------------------|
| Election of Directors | | | | |
| Joseph Alutto | 14,667,382 | 169,659 | 10,224 | 609,336 |
| John E. Bachman | 14,797,554 | 39,487 | 10,224 | 609,336 |
| Marla Malcolm Beck | 14,806,337 | 39,840 | 1,088 | 609,336 |
| Jane Elfers | 14,806,113 | 40,064 | 1,088 | 609,336 |
| Joseph Gromek | 14,543,030 | 303,099 | 1,136 | 609,336 |
| Norman Matthews | 14,676,394 | 169,735 | 1,136 | 609,336 |
| Robert L. Mettler | 14,687,723 | 158,353 | 1,189 | 609,336 |
| Stanley W. Reynolds | 14,806,522 | 39,607 | 1,136 | 609,336 |
| Susan Sobott | 14,794,745 | 51,352 | 1,168 | 609,336 |
| Ratification of the Appointment Of Independent Registered Public Accounting Firm | 15,340,559 | 114,312 | 1,730 | 0 |
| Compensation Paid to Named Executive Officers ("Say on Pay") | 13,815,124 | 1,019,342 | 12,799 | 609,336 |

* * *

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

Date: May 9, 2018

THE CHILDREN'S PLACE, INC.

By: /s/ Jane Elfers

Name: Jane Elfers

Title: President and Chief Executive Officer