

FIRST BANCORP /PR/
Form 8-K
May 25, 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 24, 2016

First BanCorp.

(Exact name of registrant as specified in its charter)

Puerto Rico

001-14793

66-0561882

(State or other jurisdiction
of incorporation)

(Commission
File Number)

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

1519 Ponce de Leon Ave., PO Box 9146, San
Juan, Puerto Rico

00908-0146

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

787-729-8041

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:

- ☐ 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.

At the Corporation's Annual Meeting of Stockholders held on May 24, 2016, the matters voted on and the voting results are as follows:

Proposal 1 Election of Directors

<i>Director Nominees:</i>	<i>Votes For</i>	<i>Votes Against</i>	<i>Votes Abstained</i>
Juan Acosta-Reboyas	189,310,967	1,222,927	40,462
Aurelio Alemán-Bermúdez	189,318,526	1,242,833	12,997
Luz A. Crespo	189,425,939	1,128,517	19,900
Robert T. Gormley	189,280,762	1,245,553	48,041
Thomas M. Hagerty	174,542,404	15,999,253	32,699
Michael P. Harmon	189,419,339	1,121,193	33,824
Roberto R. Herencia	150,265,443	40,057,643	251,270
David I. Matson	189,202,037	1,331,856	40,463
José Menéndez-Cortada	189,137,417	1,416,470	20,469

Broker Non-Vote 18,873,280 shares for each director.

Proposal 2 Approval of amendments to the First BanCorp. Omnibus Incentive Plan, as amended

<i>Votes For</i>	<i>Votes Against</i>	<i>Votes Abstained</i>	<i>Broker Non-Votes</i>
187,680,569	2,846,152	47,635	18,873,280

Proposal 3 Non-binding Approval of Executive Compensation

<i>Votes For</i>	<i>Votes Against</i>	<i>Votes Abstained</i>	<i>Broker Non-Votes</i>
155,606,524	34,862,954	104,878	18,873,280

Proposal 4 Ratification of the Appointment of KPMG LLP as the Independent Registered Public Accounting Firm for Fiscal Year 2016

<i>Votes For</i>	<i>Votes Against</i>	<i>Votes Abstained</i>	<i>Broker Non-Votes</i>
208,909,212	534,089	4,335	NA

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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.

First BanCorp.

May 25, 2016

By: */s/ Lawrence Odell*

Name: Lawrence Odell

Title: EVP and General Counsel