

Alexander & Baldwin, Inc.  
Form 8-K  
April 30, 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): April 30, 2018  
ALEXANDER & BALDWIN, INC.  
(Exact name of registrant as specified in its charter)

Hawaii 001-35492 45-4849780  
(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer  
Identification No.)

822 Bishop Street, P. O. Box 3440  
Honolulu, Hawaii 96801  
(Address of principal executive office and zip code)

(808) 525-6611  
(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.):

- 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 if this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 if 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 24, 2018, the Company held its Annual Meeting of Shareholders at which: (i) ten directors to the Company's Board of Directors were elected, (ii) executive compensation was approved in an advisory vote, and (iii) the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm was ratified. The number of votes for, against, or withheld, as well as the number of abstentions and broker non-votes, as to each matter voted upon at the Annual Meeting of Shareholders, were as follows:

| (i) Election of Directors | For        | Withheld  | Broker Non-Votes |
|---------------------------|------------|-----------|------------------|
| Christopher J. Benjamin   | 56,699,888 | 2,489,165 | 7,561,552        |
| W. Allen Doane            | 58,203,631 | 985,422   | 7,561,552        |
| Robert S. Harrison        | 52,547,009 | 6,642,044 | 7,561,552        |
| David C. Hulihee          | 56,697,325 | 2,491,728 | 7,561,552        |
| Stanley M. Kuriyama       | 56,678,177 | 2,510,876 | 7,561,552        |
| Thomas A. Lewis, Jr.      | 58,235,665 | 953,388   | 7,561,552        |
| Douglas M. Pasquale       | 57,795,229 | 1,393,824 | 7,561,552        |
| Michele K. Saito          | 58,244,606 | 944,447   | 7,561,552        |
| Jenai S. Wall             | 58,243,975 | 945,078   | 7,561,552        |
| Eric K. Yeaman            | 52,517,306 | 6,671,747 | 7,561,552        |

| (ii) Advisory Vote on Executive Compensation | For        | Against   | Abstain | Broker Non-Votes |
|--|------------|-----------|---------|------------------|
|  | 57,182,379 | 1,401,579 | 605,095 | 7,561,552        |

| (iii) Ratification of Appointment of Independent Registered Public Accounting Firm | For        | Against | Abstain | Broker Non-Votes |
|--|------------|---------|---------|------------------|
|  | 66,177,100 | 500,812 | 72,693  | -0-              |

SIGNATURE

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: April 30, 2018

ALEXANDER & BALDWIN, INC.

/s/ James E. Mead  
James E. Mead  
Executive Vice President and Chief Financial Officer