

PFIZER INC
Form 8-K
March 06, 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): March 2, 2018

PFIZER INC.

(Exact name of registrant as specified in its charter)

Delaware

1-3619

13-5315170

(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

235 East 42nd Street

New York, New York

(Address of principal executive offices)

Registrant's telephone number, including area code:

(212) 733-2323

10017

(Zip 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 obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communication 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 pursuant to Section 13(a) of the Exchange Act. ☐

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On March 5, 2018, the Board of Directors of Pfizer Inc. (the “Company”) elected Dr. Dan R. Littman to serve as a member of the Company’s Board of Directors, effective immediately. In addition, he was appointed to the Corporate Governance Committee and the Science and Technology Committee of the Board.

Dr. Littman has been provided an indemnification agreement and will receive compensation in accordance with the Company’s standard arrangements for non-employee directors.

The press release, dated March 5, 2018, announcing the election of Dr. Littman is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Separately, on March 2, 2018, Mr. Stephen W. Sanger, who has served as a director of the Company since 2009, notified the Company of his intention to retire from the Board of Directors at the Annual Meeting of Shareholders in April 2018.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

99.1 Press Release of Pfizer Inc. dated March 5, 2018

EXHIBIT INDEX

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99.1 Press Release of Pfizer Inc. dated March 5, 2018

SIGNATURE

Under the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the authorized undersigned.

PFIZER INC.

Dated: March 6, 2018 By: /s/ Margaret M. Madden_____
Margaret M. Madden
Title: Senior Vice President and Corporate Secretary
Chief Governance Counsel