

DTE ENERGY CO
Form 8-K
May 07, 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): May 3, 2018

| Commission File Number | Exact Name of Registrant as Specified in its Charter, State of Incorporation, Address of Principal Executive Offices and Telephone Number | IRS Employer Identification No. |
|---------------------------|--|---------------------------------------|
| 1-11607 | DTE Energy Company (a Michigan corporation) One Energy Plaza Detroit, Michigan 48226-1279 313-235-4000 | 38-3217752 |

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 under the Securities Act (17 CFR 230.405) or Rule 12b-2 under Exchange Act (17 CFR 240.12b-2).

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.

(a) The Annual Meeting was held on May 3, 2018.

(b) At the Annual Meeting:

The director nominees named in the Proxy were all elected to the Board as follows: Gerard M. Anderson, David A. Brandon, W. Frank Fountain, Jr., Charles G. McClure, Jr., Gail J. McGovern, Mark A. Murray, James B. Nicholson, Josue Robles, Jr., Ruth G. Shaw, Robert C. Skaggs, Jr., David A. Thomas and James H. Vandenberghe were each elected to serve as a director of the Company for a one-year term expiring in 2019, with the votes shown:

| | Total Votes For Each Director | Total Votes Withheld From Each Director | Broker Non-Votes |
|-------------------------|-------------------------------|---|------------------|
| Gerard M. Anderson | 118,582,366.552 | 3,278,241.940 | 23,017,243.000 |
| David A. Brandon | 119,696,039.096 | 2,164,569.396 | 23,017,243.000 |
| W. Frank Fountain, Jr. | 118,093,969.660 | 3,766,638.832 | 23,017,243.000 |
| Charles G. McClure, Jr. | 120,739,306.074 | 1,121,302.418 | 23,017,243.000 |
| Gail J. McGovern | 118,815,850.576 | 3,044,757.916 | 23,017,243.000 |
| Mark A. Murray | 121,233,798.936 | 626,809.556 | 23,017,243.000 |
| James B. Nicholson | 120,381,110.153 | 1,479,498.339 | 23,017,243.000 |
| Josue Robles, Jr. | 115,830,993.550 | 6,029,614.942 | 23,017,243.000 |
| Ruth G. Shaw | 118,646,624.044 | 3,213,984.448 | 23,017,243.000 |
| Robert C. Skaggs, Jr. | 121,254,702.985 | 605,905.507 | 23,017,243.000 |
| David A. Thomas | 121,245,716.362 | 614,892.130 | 23,017,243.000 |
| James H. Vandenberghe | 119,493,936.031 | 2,366,672.461 | 23,017,243.000 |

(ii) Shareholders ratified the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year 2018, with the votes shown:

| For | Against | Abstentions | Broker Non-Votes |
|-----------------|---------------|-------------|------------------|
| 140,998,508.675 | 3,442,322.371 | 437,020.446 | — |

(iii) Shareholders approved, on an advisory basis, the overall executive compensation paid to the Company's named executive officers as more fully described in the Proxy, with the votes shown:

| For | Against | Abstentions | Broker Non-Votes |
|-----------------|---------------|---------------|------------------|
| 109,305,931.808 | 6,229,336.099 | 6,325,340.585 | 23,017,243.000 |

(iv) Shareholders approved the amendment and restatement of the Company's Long-Term Incentive Plan as more fully described in the Proxy, with the votes shown:

| For | Against | Abstentions | Broker Non-Votes |
|-----------------|---------------|-------------|------------------|
| 115,372,680.174 | 5,786,051.555 | 701,876.763 | 23,017,243.000 |

(v) Shareholders did not approve the shareholder proposal relating to an independent economic analysis of early closure of Fermi 2 nuclear plant as more fully described in the Proxy, with the votes shown:

| For | Against | Abstentions | Broker Non-Votes |
|---------------|-----------------|---------------|------------------|
| 6,858,658.268 | 112,350,490.661 | 2,651,459.563 | 23,017,243.000 |

(vi) Shareholders did not approve the shareholder proposal relating to an amendment of bylaws to allow holders of 10% of shares to call a special meeting as more fully described in the Proxy, with the votes shown:

| For | Against | Abstentions | Broker Non-Votes |
|----------------|----------------|---------------|------------------|
| 39,679,878.546 | 81,089,980.271 | 1,090,749.675 | 23,017,243.000 |

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.

Date: May 7, 2018
DTE ENERGY COMPANY
(Registrant)

/s/ Lisa A. Muschong
Lisa A. Muschong
Corporate Secretary