

MOODYS CORP /DE/  
Form 8-K  
April 15, 2016

**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): **April 12, 2016**

**MOODY S CORPORATION**  
**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction of**

**Incorporation)**

**1-14037**  
**(Commission**

**File Number)**

**7 World Trade Center at 250 Greenwich Street**

**13-3998945**  
**(IRS Employer**

**Identification No.)**

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**New York, New York 10007**

**(Address of Principal Executive Offices) (Zip Code)**

Registrant's telephone number, including area code: **(212) 553-0300**

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))

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

The voting results for the matters voted on at the 2016 Annual Meeting of Stockholders held on April 12, 2016 are as follows:

1. Nine directors were elected to serve one-year terms as follows:

| <b>Nominee</b>                 | <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|--------------------------------|------------------|----------------------|--------------------|-------------------------|
| Basil L. Anderson              | 160,618,975      | 2,417,190            | 64,588             | 11,257,147              |
| Jorge A. Bermudez              | 162,636,513      | 397,847              | 66,393             | 11,257,147              |
| Darrell Duffie, Ph.D.          | 162,638,434      | 399,087              | 63,232             | 11,257,147              |
| Kathryn M. Hill                | 162,635,322      | 403,779              | 61,652             | 11,257,147              |
| Ewald Kist                     | 160,764,964      | 2,272,717            | 63,072             | 11,257,147              |
| Raymond W. McDaniel, Jr.       | 162,343,201      | 685,541              | 72,011             | 11,257,147              |
| Henry A. McKinnell, Jr., Ph.D. | 157,667,581      | 5,369,026            | 64,146             | 11,257,147              |
| Leslie F. Seidman              | 162,636,580      | 388,172              | 76,001             | 11,257,147              |
| Bruce Van Saun                 | 162,542,043      | 493,830              | 64,880             | 11,257,147              |

2. The appointment of KPMG LLP as the independent registered public accounting firm of the Company for the year 2016 was ratified as follows:

| <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|--------------------|-------------------------|
| 173,059,626      | 819,209              | 479,065            |                         |

3. The advisory resolution approving executive compensation was approved as follows:

| <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|--------------------|-------------------------|
| 159,370,818      | 3,029,555            | 700,380            | 11,257,147              |

**SIGNATURE**

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.

MOODY S CORPORATION

By: /s/ John J. Goggins  
John J. Goggins  
Executive Vice President and General  
Counsel

Date: April 15, 2016