

Edgar Filing: Interactive Brokers Group, Inc. - Form 8-K

Interactive Brokers Group, Inc.  
Form 8-K  
April 24, 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 19, 2018

INTERACTIVE BROKERS GROUP, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware                                      001-33440                                      30-0390693  
(State or Other Jurisdiction   (Commission File Number) (I.R.S. Employer Identification Number)  
of Incorporation)

One Pickwick Plaza, Greenwich, CT 06830

(Address of Principal Executive Offices) (Zip Code)

(203) 618-5800

(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:

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 of  
this chapter) or  
Rule 12b-2 of the  
Securities  
Exchange Act of  
1934 (240.12b-2 of  
this chapter).  
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.

The annual meeting of stockholders of Interactive Brokers Group, Inc. (the "Company") was held on April 19, 2018.

The stockholders voted on proposals to elect directors to the Company's Board of Directors (the "Board"), to extend the term of the Company's 2007 Stock Incentive Plan for a ten-year period through April 24, 2027, and to ratify the appointment of Deloitte & Touche LLP as independent auditor.

All nominees for election to the Board were elected for a one year term expiring at the annual meeting of stockholders in the following year. Each director will hold office until his successor has been elected and qualified or until the director's earlier resignation or removal.

The number of votes cast for or against and the number of abstentions with respect to each proposal is set forth below. The Company's independent inspector of election reported the vote of the stockholders as follows:

Election of Directors (Percentages shown are of the votes cast)

	For	Against	Abstain	Broker Non-Vote
Thomas Peterffy	368,932,635 93.84%	23,979,309 6.10%	220,182 0.06%	13,908,826
Earl H. Nemser	368,139,418 93.64%	24,967,086 6.35%	25,622 0.01%	13,908,826
Milan Galik	377,736,136 96.08%	15,369,351 3.91%	26,639 0.01%	13,908,826
Paul J. Brody	376,373,517 95.73%	16,731,874 4.26%	26,735 0.01%	13,908,826
Lawrence E. Harris	392,075,921 99.73%	1,029,564 0.26%	26,641 0.01%	13,908,826
Richard Gates	392,602,806 99.86%	502,618 0.13%	26,702 0.01%	13,908,826
Gary Katz	392,621,565 99.87%	483,835 0.12%	26,726 0.01%	13,908,826
Kenneth J. Winston	392,965,833 99.95%	138,699 0.04%	27,594 0.01%	13,908,826

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Stockholders approved the amended 2007 Stock Incentive Plan, extending its term for a ten-year period through April 24, 2027, by a vote of 369,512,215 for; 23,580,411 against; 39,500 abstentions; and 13,908,826 broker non-votes.

Stockholders approved the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the year ending December 31, 2018, by a vote of 406,441,855 for; 498,976 against; and 100,121 abstentions.

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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.

Dated: April 24, 2018

INTERACTIVE BROKERS GROUP,  
INC.

By: /s/ Paul J. Brody  
Name: Paul J. Brody  
Title: Chief Financial Officer, Treasurer  
and Secretary

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