

PFIZER INC  
Form 8-K  
April 27, 2012

**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 26, 2012

**PFIZER INC.**

(Exact name of registrant as specified in its charter)

|   |  |  |
|---|--|--|
| <b>Delaware</b><br>(State or other Jurisdiction of<br>incorporation)                                    | <b>1-3619</b><br>(Commission File<br>Number) | <b>13-5315170</b><br>(I.R.S. Employer Identification<br>No.) |
| <b>235 East 42nd Street</b><br><b>New York, New York</b><br>(Address of principal<br>executive offices) |  | <b>10017</b><br>(Zip Code)                                   |

Registrant's telephone number, including area code:  
(212) 733-2323

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:

- 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))

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

(a) Pfizer's Annual Meeting of Shareholders was held on April 26, 2012.

(b) Shareholders voted on the matters set forth below.

**1. The nominees for election to the Board of Directors were elected, each for a one-year term, based upon the following votes:**

| <b>Nominee</b>       | <b>Votes For</b> | <b>Votes Against</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|----------------------|------------------|----------------------|--------------------|-------------------------|
| Dennis A. Ausiello   | 5,237,792,339    | 44,427,736           | 16,200,247         | 941,266,186             |
| M. Anthony Burns     | 5,195,193,778    | 86,955,169           | 16,273,232         | 941,266,186             |
| W. Don Cornwell      | 5,138,452,279    | 138,258,325          | 21,710,058         | 941,268,156             |
| Frances D. Fergusson | 5,209,177,936    | 67,697,761           | 21,544,464         | 941,268,156             |
| William H. Gray, III | 5,144,354,646    | 131,959,395          | 22,108,002         | 941,266,186             |
| Helen H. Hobbs       | 5,224,438,298    | 52,512,871           | 21,466,766         | 941,266,186             |
| Constance J. Horner  | 5,190,908,220    | 86,614,493           | 20,899,900         | 941,266,186             |
| James M. Kilts       | 5,152,407,085    | 125,802,968          | 20,203,024         | 941,268,156             |
| George A. Lorch      | 5,195,217,758    | 81,410,083           | 21,791,120         | 941,266,186             |
| John P. Mascotte     | 5,231,292,675    | 50,800,658           | 16,329,166         | 941,266,186             |
| Suzanne Nora Johnson | 5,198,479,329    | 79,113,151           | 20,825,271         | 941,268,156             |
| Ian C. Read          | 5,091,227,906    | 189,617,720          | 17,576,937         | 941,266,186             |
| Stephen W. Sanger    | 5,235,140,418    | 46,353,659           | 16,928,527         | 941,266,186             |
| Marc Tessier-Lavigne | 5,244,156,515    | 32,729,519           | 21,530,656         | 941,266,186             |

**2. The proposal to ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for 2012 was approved based upon the following votes:**

|                    |               |
|--------------------|---------------|
| Votes for approval | 6,156,233,493 |
| Votes against      | 65,519,014    |
| Abstentions        | 17,934,694    |
| Broker Non-Votes   | N/A           |

**3. The proposal to approve, on an advisory basis, the compensation of the Company's Named Executive Officers was approved based upon the following votes:**

|                    |               |
|--------------------|---------------|
| Votes for approval | 5,074,328,710 |
| Votes against      | 174,412,746   |
| Abstentions        | 49,669,469    |
| Broker-Non Votes   | 941,268,156   |

**4. The shareholder proposal regarding publication of political contributions was not approved based upon the following votes:**

|                    |               |
|--------------------|---------------|
| Votes for approval | 204,684,969   |
| Votes against      | 4,780,810,687 |
| Abstentions        | 312,898,432   |
| Broker-Non Votes   | 941,269,799   |

**5. The shareholder proposal regarding action by written consent was not approved based upon the following votes:**

|                    |               |
|--------------------|---------------|
| Votes for approval | 2,623,725,971 |
| Votes against      | 2,624,253,841 |
| Abstentions        | 50,392,663    |
| Broker non-votes   | 941,307,778   |

**6. The shareholder proposal regarding special shareholder meetings was not approved based upon the following votes:**

|                    |               |
|--------------------|---------------|
| Votes for approval | 2,078,249,503 |
| Votes against      | 3,180,552,583 |
| Abstentions        | 39,576,219    |
| Broker non-votes   | 941,307,778   |

**7. The shareholder proposal regarding an advisory vote on director pay was not approved based upon the following votes:**

|                    |               |
|--------------------|---------------|
| Votes for approval | 288,756,654   |
| Votes against      | 4,859,908,501 |
| Abstentions        | 149,735,642   |
| Broker non-votes   | 941,269,799   |

(c) Not applicable

(d) Not applicable.

**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.

By: /s/ Matthew Lepore

Matthew Lepore

Title: Vice President & Corporate Secretary

Dated: April 27, 2012

