

BRISTOL MYERS SQUIBB CO
Form 8-K
December 21, 2016

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): December 19, 2016

BRISTOL-MYERS SQUIBB COMPANY
(Exact Name of Registrant as Specified in its Charter)

| | | |
|-----------------|------------------|----------------|
| Delaware | 1-1136 | 22-0790350 |
| (State or Other | (Commission File | (IRS Employer |
| Jurisdiction of | Number) | Identification |
| Incorporation) | | Number) |

345 Park Avenue
New York, NY 10154
(Address of Principal Executive Office)
Registrant's telephone number, including area code: (212) 546-4000

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 (see General Instruction A.2. below):

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

(b) On December 19, 2016, Lamberto Andreotti notified Bristol-Myers Squibb Company (the “Company”) that he will not stand for re-election to the Board of Directors at the 2017 Annual Meeting of Stockholders, which is expected to be held on May 2, 2017.

Additionally, on December 21, 2016, the Company announced that the Board of Directors has elected Giovanni Caforio, M.D., the Chief Executive Officer of the Company, to become Chairman of the Board effective May 2, 2017. Dr. Caforio will serve as both Chairman of the Board and Chief Executive Officer of the Company.

A copy of the press release announcing the retirement of Lamberto Andreotti from the Board and the election of Giovanni Caforio, M.D. as Chairman of the Board is attached to this report as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press release dated December 21, 2016

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.

BRISTOL-MYERS SQUIBB
COMPANY

Dated: December 21, 2016 By: /s/ Katherine R. Kelly
Name: Katherine R. Kelly
Title: Corporate Secretary
