

RANGE RESOURCES CORP  
Form 8-K  
May 19, 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):**

**May 19, 2016 (May 18, 2016)**

**RANGE RESOURCES CORPORATION**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**  
  
**of incorporation)**

**001-12209**  
**(Commission**  
  
**File Number)**

**34-1312571**  
**(IRS Employer**  
  
**Identification No.)**

**100 Throckmorton, Suite**

**1200**

**Ft. Worth, Texas**

**(Address of principal executive offices)**

**76102**

**(Zip Code)**

**Registrant's telephone number, including area code: (817) 870-2601**

**(Former name or former address, if changed since last report): Not applicable**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.**

The annual stockholders meeting (the Annual Meeting ) of Range Resources Corporation (the Company ) was held on Wednesday, May 18, 2016 at 9:00 a.m. Central Time at the Worthington Renaissance Hotel, Bur Oak Room, 200 Main Street in Fort Worth, Texas. As of March 24, 2016, the record date for the Annual Meeting, there were 169,744,170 shares of common stock issued and outstanding. A quorum of 154,961,033 shares of common stock was present or represented at the Annual Meeting.

The matters submitted to a vote of security holders at the Annual Meeting were as follows:

1. Stockholders elected each of the Company's nine nominees for directors to serve a term of one year to expire at the 2017 Annual Meeting or until their successors are duly elected and qualified, as set forth below:

| Name                 | Votes For   | % of Voted | Votes Against | Abstentions | Broker Non-Votes |
|----------------------|-------------|------------|---------------|-------------|------------------|
| Brenda A. Cline      | 133,532,770 | 96.20%     | 5,231,787     | 37,120      | 16,159,356       |
| Anthony V. Dub       | 131,694,379 | 94.87%     | 6,801,889     | 305,409     | 16,159,356       |
| Allen Finkelson      | 130,902,669 | 94.30%     | 7,827,483     | 71,525      | 16,159,356       |
| James M. Funk        | 133,151,494 | 95.92%     | 5,617,315     | 32,868      | 16,159,356       |
| Christopher A. Helms | 133,080,217 | 95.87%     | 5,686,555     | 34,905      | 16,159,356       |
| Mary Ralph Lowe      | 132,702,345 | 95.60%     | 6,062,668     | 36,664      | 16,159,356       |
| Gregory G. Maxwell   | 133,581,382 | 96.23%     | 5,186,779     | 33,516      | 16,159,356       |
| Kevin S. McCarthy    | 129,945,452 | 93.61%     | 8,778,439     | 77,786      | 16,159,356       |
| Jeffrey L. Ventura   | 131,227,983 | 94.54%     | 7,269,986     | 303,708     | 16,159,356       |

2. Stockholders approved, on an advisory basis, the Company's executive compensation philosophy, policies and procedures, as set forth below:

| Votes For   | % of Voted | Votes Against | Abstentions | Broker Non-Votes |
|-------------|------------|---------------|-------------|------------------|
| 129,567,125 | 93.34%     | 9,150,423     | 84,129      | 16,159,356       |

3. Stockholders approved the terms of the Company's 2005 Equity Plan.

| Votes For   | % of Voted | Votes Against | Abstentions | Broker Non-Votes |
|-------------|------------|---------------|-------------|------------------|
| 136,620,421 | 98.42%     | 2,116,875     | 64,381      | 16,159,356       |

4. Stockholders ratified the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year 2016, as set forth below:

| Votes For   | % of Voted | Votes Against | Abstentions | Broker Non-Votes |
|-------------|------------|---------------|-------------|------------------|
| 154,424,478 | 99.65%     | 499,983       | 36,572      |                  |

5. The stockholder proposal requesting publication of a political spending report was not approved:

| Votes For  | % of Voted | Votes Against | Abstentions | Broker Non-Votes |
|------------|------------|---------------|-------------|------------------|
| 50,568,562 | 36.43%     | 66,141,995    | 22,091,120  | 16,159,356       |

**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.

RANGE RESOURCES CORPORATION

By: */s/ David P. Poole*

David P. Poole

*Senior Vice President-General Counsel  
and Corporate Secretary*

Date: May 19, 2016