
**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): July 26, 2022

V.F. Corporation

(Exact name of registrant as specified in charter)

Pennsylvania
(State or Other Jurisdiction
of Incorporation)

1-5256
(Commission
File Number)

23-1180120
(IRS Employer
Identification No.)

**1551 Wewatta Street
Denver, Colorado 80202**
(Address of principal executive offices)

(720) 778-4000
(Registrant's telephone number, including area code)

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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of Each Class | Trading Symbol(s) | Name of Each Exchange on which Registered |
|--|----------------------|--|
| Common Stock, without par value, stated capital \$.25 per share | VFC | New York Stock Exchange |
| 0.625% Senior Notes due 2023 | VFC23 | New York Stock Exchange |
| 0.250% Senior Notes due 2028 | VFC28 | New York Stock Exchange |
| 0.625% Senior Notes due 2032 | VFC32 | New York Stock Exchange |

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).

Emerging growth company

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.

V.F. Corporation (“VF”) held its annual meeting of shareholders (the “Meeting”) on July 26, 2022. At the Meeting, VF shareholders voted on the election of eleven directors, whether to approve the compensation of VF’s named executive officers, and the ratification of the selection of PricewaterhouseCoopers LLP as VF’s independent registered public accounting firm for the 2023 fiscal year.

The final voting results were as follows:

1. With respect to the election of the nominees as directors of VF, the votes were cast for the nominees as set forth opposite their names below:

| <u>Name of Director</u> | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Votes</u> |
|-------------------------|------------------|-----------------------|-------------------------|
| Richard T. Carucci | 291,813,059.97 | 22,790,357.45 | 33,865,220.48 |
| Alex Cho | 310,067,920.40 | 4,535,497.02 | 33,865,220.48 |
| Juliana L. Chugg | 300,131,340.04 | 14,472,077.38 | 33,865,220.48 |
| Benno Dorer | 297,924,590.54 | 16,678,826.88 | 33,865,220.48 |
| Mark S. Hoplamazian | 311,421,434.04 | 3,181,983.38 | 33,865,220.48 |
| Laura W. Lang | 311,653,876.91 | 2,949,540.51 | 33,865,220.48 |
| W. Rodney McMullen | 307,034,113.58 | 7,569,303.84 | 33,865,220.48 |
| Clarence Otis, Jr. | 290,400,275.87 | 24,203,141.55 | 33,865,220.48 |
| Steven E. Rendle | 299,719,460.63 | 14,883,956.79 | 33,865,220.48 |
| Carol L. Roberts | 312,832,809.75 | 1,770,607.67 | 33,865,220.48 |
| Matthew J. Shattock | 303,465,007.17 | 11,138,410.26 | 33,865,220.48 |

2. With respect to the advisory vote to approve named executive officer compensation, the votes were cast for the proposal as set forth below:

| | |
|--------------------------|----------------|
| <u>Votes For:</u> | 189,067,470.29 |
| <u>Votes Against:</u> | 118,566,433.70 |
| <u>Votes Abstaining:</u> | 6,969,513.42 |
| <u>Broker Non-Votes:</u> | 33,865,220.48 |

3. With respect to the proposal to ratify the selection of PricewaterhouseCoopers LLP as VF’s independent registered public accounting firm for the 2023 fiscal year, the votes were cast for the proposal as set forth below:

| | |
|--------------------------|----------------|
| <u>Votes For:</u> | 329,660,638.22 |
| <u>Votes Against:</u> | 18,515,922.73 |
| <u>Votes Abstaining:</u> | 292,076.95 |

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.

V.F. CORPORATION

By: /s/ Jennifer S. Sim
Name: Jennifer S. Sim
Title: Executive Vice President, General Counsel &
Secretary

Date: July 28, 2022