
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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): June 6, 2019

INGERSOLL-RAND PUBLIC LIMITED COMPANY

(Exact Name of Registrant as Specified in Its Charter)

Ireland
(State or Other Jurisdiction
of Incorporation)

001-34400
(Commission
File Number)

98-0626632
(IRS Employer
Identification No.)

**170/175 Lakeview Dr.
Airside Business Park
Swords, Co. Dublin
Ireland**

(Address of principal executive offices, including zip code)

+(353) (0) 18707400

(Registrant's Telephone Number, Including Area Code)

(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))

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

| Title of each class | Trading Symbol | Name of each exchange on which registered |
|--|----------------|---|
| Ordinary Shares, Par Value \$1.00 per Share | IR | 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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

At the 2019 Annual General Meeting, the Company's shareholders:

- (1) elected all twelve of the Company's nominees for director;
- (2) provided advisory approval of the compensation of the Company's named executive officers;
- (3) approved the appointment of PricewaterhouseCoopers to serve as the Company's independent auditors for the fiscal year ending December 31, 2019 and authorized the Audit Committee to set the auditors' remuneration;
- (4) approved the renewal of the Directors' existing authority to issue shares;
- (5) approved the renewal of the Directors' existing authority to issue shares for cash without first offering shares to existing shareholders; and
- (6) approved the determination of the price range at which the Company can reissue shares that it holds as treasury shares.

Proposals 1(a)-(l) . Election of twelve (12) directors to hold office until the Company's next Annual General Meeting of Shareholders:

| | <u>Nominees</u> | <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non Vote</u> |
|-----|-------------------|-------------|----------------|----------------|------------------------|
| (a) | Kirk E. Arnold | 188,219,233 | 2,867,947 | 771,112 | 18,644,777 |
| (b) | Ann C. Berzin | 184,486,197 | 6,777,890 | 594,205 | 18,644,777 |
| (c) | John Bruton | 189,389,881 | 1,849,360 | 619,051 | 18,644,777 |
| (d) | Jared L. Cohon | 185,675,839 | 5,559,837 | 622,616 | 18,644,777 |
| (e) | Gary D. Forsee | 183,932,301 | 7,302,830 | 623,161 | 18,644,777 |
| (f) | Linda P. Hudson | 188,240,066 | 3,015,762 | 602,464 | 18,644,777 |
| (g) | Michael W. Lamach | 176,243,448 | 13,222,685 | 2,392,159 | 18,644,777 |
| (h) | Myles P. Lee | 189,816,375 | 1,417,310 | 624,607 | 18,644,777 |
| (i) | Karen B. Peetz | 189,916,102 | 1,306,126 | 636,064 | 18,644,777 |
| (j) | John P. Surma | 188,681,636 | 2,336,087 | 840,569 | 18,644,777 |
| (k) | Richard J. Swift | 180,318,151 | 10,865,688 | 674,453 | 18,644,777 |
| (l) | Tony L. White | 180,928,083 | 10,296,961 | 633,248 | 18,644,777 |

Proposal 2. Advisory approval of the compensation of the Company's named executive officers:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non Vote</u> |
|-------------|----------------|----------------|------------------------|
| 175,505,500 | 15,304,251 | 1,048,541 | 18,644,777 |

Proposal 3. Appointment of PricewaterhouseCoopers as the independent auditors of the Company for the fiscal year ending December 31, 2019 and authorization of the Audit Committee to set the auditors' remuneration:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non Vote</u> |
|-------------|----------------|----------------|------------------------|
| 199,847,994 | 10,127,974 | 527,101 | - |

Proposal 4. Approval of the renewal of the Directors' existing authority to issue shares:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non Vote</u> |
|-------------|----------------|----------------|------------------------|
| 198,561,459 | 11,133,415 | 808,195 | - |

Proposal 5. Approval of the renewal of the Directors' existing authority to issue shares for cash without first offering shares to existing shareholders:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non Vote</u> |
|-------------|----------------|----------------|------------------------|
| 197,775,563 | 11,340,576 | 1,386,930 | - |

Proposal 6. Determination of the price range at which the Company can reissue the shares that it holds as treasury shares:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non Vote</u> |
|-------------|----------------|----------------|------------------------|
| 205,280,539 | 3,935,817 | 1,286,713 | - |

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.

INGERSOLL-RAND PUBLIC LIMITED COMPANY
(Registrant)

Date: June 11, 2019

/s/ Evan M. Turtz

Evan M. Turtz

Senior Vice President, General Counsel and Secretary