

---

---

**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, 2017

**AXALTA COATING SYSTEMS LTD.**

(Exact name of registrant as specified in its charter)

Bermuda  
(State or other jurisdiction  
of incorporation)

001-36733  
(Commission  
File Number)

98-1073028  
(IRS Employer  
Identification No.)

Two Commerce Square, 2001 Market Street, Suite 3600, Philadelphia, Pennsylvania 19103  
(Address of principal executive offices) (Zip Code)

(855) 547-1461  
Registrant's telephone number, including area code

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

The 2017 Annual General Meeting of Members (the “AGM”) of Axalta Coating Systems Ltd. (“Axalta”) was held on April 26, 2017. The matters that were voted upon at the AGM and the number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes as to each such matter, as applicable, are set forth below.

At the AGM, Axalta’s members: (i) elected three Class III directors, each for a term expiring at Axalta’s 2020 Annual General Meeting of Members; (ii) approved the appointment of PricewaterhouseCoopers LLP as Axalta's independent registered public accounting firm and auditor until the conclusion of the 2018 Annual General Meeting of Members and the delegation of authority to Axalta's Board of Directors, acting through the Audit Committee, to fix the terms and remuneration thereof; and (iii) approved, on an advisory (non-binding) basis, the compensation of Axalta's named executive officers ("Say on Pay") for 2016.

**Election of Class III Directors:**

<b>Name</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker-Non- Votes</b>
Charles W. Shaver	209,053,504	8,821,612	4,556,899
Mark Garrett	213,205,557	4,669,559	4,556,899
Lori J. Ryerkerk	176,193,142	41,681,974	4,556,899

**Appointment of PricewaterhouseCoopers LLP:**

<b>Votes For</b>	<b>Votes Withheld</b>	<b>Abstentions</b>
217,472,885	4,943,011	16,119

**Say on Pay for 2016:**

<b>Votes For</b>	<b>Votes Against</b>	<b>Broker-Non- Votes</b>	<b>Abstentions</b>
215,981,408	1,794,661	4,556,899	99,047

---

## 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.

AXALTA COATING SYSTEMS LTD.

Date: April 27, 2017

By: /s/ Michael F. Finn  
Michael F. Finn  
Senior Vice President, General Counsel &  
Corporate Secretary