KIMBERLY CLARK CORP Form 8-K February 22, 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: February 17, 2016

(Date of earliest event reported)

## KIMBERLY-CLARK CORPORATION

(Exact name of registrant as specified in its charter)

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

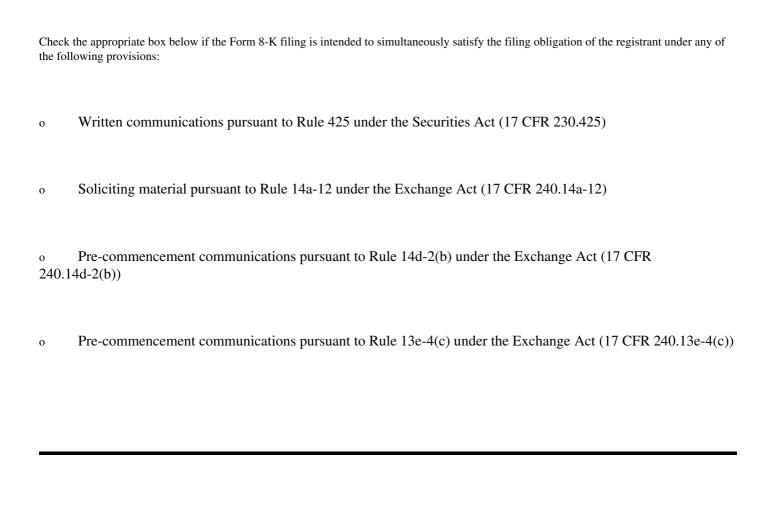
1-225 (Commission File Number) 39-0394230 (IRS Employer Identification No.)

P.O. Box 619100, Dallas, Texas (Address of principal executive offices)

**75261-9100** (Zip Code)

(972) 281-1200

(Registrant s telephone number, including area code)



Item 8.01 Other Events.

On February 17, 2016, Kimberly-Clark Corporation (the Corporation ) entered into an Underwriting Agreement (the Underwriting Agreement ) with Citigroup Global Markets Inc., Deutsche Bank Securities Inc. and J.P. Morgan Securities LLC, as representatives for the several underwriters named therein, for the issuance and sale by the Corporation of \$400,000,000 aggregate principal amount of 1.400% Notes due February 15, 2019 (the 2019 Notes ) and \$400,000,000 aggregate principal amount of 2.750% Notes due February 15, 2026 (together with the 2019 Notes, the Notes ). The Notes were registered under the Securities Act of 1933, as amended, pursuant to the Corporation s registration statement on Form S-3 (File No. 333-189633) filed on June 27, 2013.

A copy of the Underwriting Agreement is attached hereto as Exhibit 1.1. Forms of the Notes are attached hereto as Exhibits 4.1 and 4.2.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 1.1 Underwriting Agreement, dated February 17, 2016

Exhibit 4.1 Form of 1.400% Notes due February 15, 2019

Exhibit 4.2 Form of 2.750% Notes due February 15, 2026

Exhibit 5.1 Opinion of Thomas J. Mielke

Exhibit 23.1 Consent of Thomas J. Mielke (included in Exhibit 5.1 hereto)

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### **SIGNATURE**

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.

#### KIMBERLY-CLARK CORPORATION

Date: February 22, 2016 By: /s/ Karen L. Leets
Karen L. Leets

Vice President and Treasurer

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## EXHIBIT INDEX

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Exhibit 4.1	Form of 1.400% Notes due February 15, 2019
Exhibit 4.2	Form of 2.750% Notes due February 15, 2026
Exhibit 5.1	Opinion of Thomas J. Mielke
Exhibit 23.1	Consent of Thomas J. Mielke (included in Exhibit 5.1 hereto)