

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: October 19, 2018**  
(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**  
(I.R.S. Employer Identification No.)

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

**75261-9100**  
(Zip code)

**Registrant's telephone number, including area code: (972) 281-1200**

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))

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 19, 2018, the Board of Directors of Kimberly-Clark Corporation (the “Corporation”) elected Michael D. Hsu, 54, the Corporation’s President and Chief Operating Officer, to succeed Thomas J. Falk as Chief Executive Officer, effective January 1, 2019. Mr. Hsu will continue to serve as a member of the Board.

Mr. Hsu has served as the Corporation’s President and Chief Operating Officer and a member of the Board since January 2017, and is responsible for the day-to-day operations of the Corporation’s business units, along with its global innovation, marketing and supply chain functions. He served as Group President, K-C North America from 2013 to 2016, where he was responsible for the Corporation’s consumer business in North America, as well as leading the development of new business strategies for global nonwovens. From 2012 to 2013, his title was Group President, North America Consumer Products. Prior to joining Kimberly-Clark, Mr. Hsu served as Executive Vice President and Chief Commercial Officer of Kraft Foods, Inc., a North American grocery manufacturing and processing conglomerate, from January 2012 to July 2012, as President of Sales, Customer Marketing and Logistics from 2010 to 2012 and as President of its grocery business unit from 2008 to 2010. Prior to that, Mr. Hsu served as President and Chief Operating Officer, Foodservice at H. J. Heinz Company.

On October 19, 2018, the Board also appointed Mr. Falk, 60, the Corporation’s current Chairman of the Board and Chief Executive Officer, to serve as Executive Chairman of the Board, effective January 1, 2019. Mr. Falk has served as the Chairman of the Board and Chief Executive Officer since 2003 and was elected President and Chief Executive Officer in 2002.

The Corporation will report any compensation arrangements related to the transition after determination by the Management Development and Compensation Committee of the Board.

A copy of the press release announcing these organizational changes is attached as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(a) Exhibits.

[Exhibit No. 99.1. Press release issued by Kimberly-Clark Corporation on October 22, 2018 regarding organizational changes.](#)

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: October 22, 2018

By: /s/ Grant B. McGee

Grant B. McGee  
Vice President and Secretary



**Kimberly-Clark Names Michael D. Hsu Chief Executive Officer, effective January 2019**

***Thomas J. Falk to Become Executive Chairman***

DALLAS, October 22, 2018 -- Kimberly-Clark Corporation (NYSE: KMB) today announced that its Board of Directors has named Michael D. Hsu, 54, Chief Executive Officer, effective January 1, 2019. Hsu will continue to serve as a member of the company's Board of Directors. Hsu has served as Kimberly-Clark's President and Chief Operating Officer since January 1, 2017. Before that, he oversaw the company's nearly \$8 billion North American Personal Care and Consumer Tissue businesses.

Hsu succeeds Thomas J. Falk, 60, who has served as Chief Executive Officer since 2002 and Chairman of the Board of Directors since 2003. Falk will become Executive Chairman of the Kimberly-Clark Board of Directors to help ensure a smooth transition.

"Mike is a great choice to become Kimberly-Clark's next CEO and lead the company forward in its next phase of growth and value creation," said Falk. "His passion, vision and track record of delivering great results will build upon Kimberly-Clark's nearly 150-year legacy of caring for the needs of people around the world while achieving top-tier performance."

Speaking on behalf of the Board of Directors, Ian Read, Lead Director, added "We are delighted that Mike will be Kimberly-Clark's next CEO. As part of the Board's ongoing focus on executive succession planning, Tom and Mike have worked closely with the Board over the past two years to plan this transition. We are highly confident Mike is the right leader to build on Kimberly-Clark's proud history. At the same time, we thank and recognize Tom for his incredible leadership as CEO. During his tenure, Kimberly-Clark transformed into one of the world's leading consumer products companies and delivered significant growth and shareholder value. In short, he has ensured that Kimberly-Clark has a great foundation from which to succeed in the future."

Falk led the creation of the company's Global Business Plan, which prioritizes growth opportunities and applies greater financial discipline to operations. The plan was launched in mid-2003 and has allowed the company to generate sustainable growth and shareholder returns. As CEO, Falk also strengthened the company's culture, diversity and commitment to sustainability around the world.

"I am honored and proud to have the opportunity to lead this great company following Tom," said Hsu. "When I joined Kimberly-Clark, I was looking for a company that was focused on improving lives, that was committed to doing things the right way and that had a strong culture. I'm looking forward to building on Kimberly-Clark's rich legacy, winning with our trusted brands and making lives better around the world."

Prior to joining Kimberly-Clark in 2012, Hsu was Executive Vice President and Chief Commercial Officer at Kraft Foods. Before Kraft, he spent six years at H.J. Heinz, holding the positions of Vice President, Marketing for Ore-

Ida and Frozen Meals, and later as President for Foodservice. He launched his career in the consumer products industry as a consultant with Booz Allen & Hamilton, where he rose to partner in the firm's consumer practice. He holds a bachelor's degree from Carnegie-Mellon University and an MBA from the University of Chicago.

#### About Kimberly-Clark

Kimberly-Clark (NYSE: KMB) and its trusted brands are an indispensable part of life for people in more than 175 countries. Fueled by ingenuity, creativity, and an understanding of people's most essential needs, we create products that help individuals experience more of what's important to them. Our portfolio of brands, including Huggies, Kleenex, Scott, Kotex, Cottonelle, Poise, Depend, Andrex, Pull-Ups, GoodNites, Intimus, Neve, Plenitud, Viva and WypAll, hold No. 1 or No. 2 share positions in 80 countries. We use sustainable practices that support a healthy planet, build strong communities, and ensure our business thrives for decades to come. To keep up with the latest news and to learn more about the company's 146-year history of innovation, visit [kimberly-clark.com](http://kimberly-clark.com) or follow us on Facebook or Twitter.

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