

WEST PHARMACEUTICAL SERVICES INC  
Form DEF 14A  
March 22, 2017  
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of  
the Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

West Pharmaceutical Services, Inc.  
(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
  - (1) Title of each class of securities to which transaction applies:
  - (2) Aggregate number of securities to which transaction applies:
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  - (4) Proposed maximum aggregate value of transaction:
  - (5) Total fee paid:
- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
  - (1) Amount Previously Paid:
  - (2) Form, Schedule or Registration Statement No.:
  - (3) Filing Party:
  - (4) Date Filed:

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West Pharmaceutical Services, Inc.

Notice of 2017 Annual Meeting

530 Herman O. West Drive  
Exton, Pennsylvania 19341

March 22, 2017

The 2017 Annual Meeting of Shareholders of West Pharmaceutical Services, Inc. will be held at our corporate headquarters on:

Tuesday, May 2, 2017

9:30 AM, local time

530 Herman O. West Drive

Exton, Pennsylvania 19341

The items of business are:

1. Election of nominees named in the Proxy Statement as directors, each for a term of one year.
2. Consideration of an advisory vote to approve named executive officer compensation.
3. Consideration of an advisory vote on the frequency of the executive compensation vote.
4. Ratification of the appointment of PricewaterhouseCoopers LLP ( PwC ) as our independent registered public accounting firm for the 2017 Year.
5. Transaction of other business as may properly come before the meeting and any adjournments or postponements thereof.

Shareholders of record of West common stock at the close of business on March 7, 2017 are entitled to notice of, and to vote at, the meeting and any postponements or adjournments thereof.

George L. Miller

*Sr. Vice President, General Counsel and*

*Corporate Secretary*

**Important Notice Regarding the Internet Availability of Proxy Materials for the Shareholder Meeting on May 2, 2017**

This Notice of Annual Meeting and Proxy Statement ( Notice ) and the 2016 Annual Report ( 2016 Annual Report ) are available on our website at:

<http://investor.westpharma.com/phoenix.zhtml?c=118197&p=irol-reportsannual>

**Your Vote is Important**

Please vote as promptly as possible electronically via the Internet or by completing, signing, dating and returning the proxy card or voting instruction card.

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GENERAL INFORMATION

Proxy Summary

Below is a summary of important information you will find in this Proxy Statement. This summary does not contain all the information that you should consider, and you should read the entire Proxy Statement carefully before voting.

Summary of Shareholder Voting Matters

	Page	<b>Recommended</b>										
<b>Proposal 1: Election of Directors</b>	57	<b>ü FOR</b> Each Nominee										
<table border="0" style="width: 100%;"> <tr> <td style="width: 50%;">Mark A. Buthman</td> <td style="width: 50%;">Myla P. Lai-Goldman</td> </tr> <tr> <td>William F. Feehery</td> <td>Douglas A. Michels</td> </tr> <tr> <td>Eric M. Green</td> <td>Paolo Pucci</td> </tr> <tr> <td>Thomas W. Hofmann</td> <td>John H. Weiland</td> </tr> <tr> <td>Paula A. Johnson</td> <td>Patrick J. Zenner</td> </tr> </table>	Mark A. Buthman	Myla P. Lai-Goldman	William F. Feehery	Douglas A. Michels	Eric M. Green	Paolo Pucci	Thomas W. Hofmann	John H. Weiland	Paula A. Johnson	Patrick J. Zenner		
Mark A. Buthman	Myla P. Lai-Goldman											
William F. Feehery	Douglas A. Michels											
Eric M. Green	Paolo Pucci											
Thomas W. Hofmann	John H. Weiland											
Paula A. Johnson	Patrick J. Zenner											
<b>Proposal 2: Advisory Vote to Approve Named Executive Officer Compensation</b>	63	<b>ü FOR</b>										
<b>Proposal 3: Advisory Vote on Frequency of the Executive Compensation Vote</b>	64	<b>ü FOR</b> <b>EVERY ONE</b> <b>YEAR</b>										
<b>Proposal 4: Ratification of the Appointment of PricewaterhouseCoopers LLP as our Independent Registered Public Accounting Firm for the 2017 Year</b>	65	<b>ü FOR</b>										

Our Director Nominees

You are being asked to vote on the directors nominated below. All directors are elected annually by a majority of votes cast, except in the case of a contested election where the number of nominees exceeds the number of open positions. Detailed information about each director's background and areas of expertise can be found beginning on page 58. All directors, except Mr. Green, are independent.

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Name	Age	Director Since	Current Occupation	Current Committee Memberships					Other Current Public Boards	
				AC	CC	FC	ITC	NCGC		
Mark A. Buthman	56	2011	Retired EVP & CFO, Kimberly-Clark	C					M	1
William F. Feehery	46	2012	President, Industrial Biosciences, E.I. Du Pont de Nemours and Company	M					C	
Eric M. Green	47	2015	President & CEO, West Pharmaceutical Services, Inc.							
Thomas W. Hofmann	65	2007	Retired Sr. VP & CFO, Sunoco, Inc.	M	M	M				
Paula A. Johnson	57	2005	President, Wellesley College						C	
Myla P. Lai-Goldman	59	2014	CEO and President of GeneCentric Diagnostics, Inc.			M	M			1
Douglas A. Michels	60	2011	President & CEO, OraSure Technologies, Inc.		C		M			1
Paolo Pucci	55	2016	CEO, ArQule, Inc.	M	M					2
John H. Weiland	61	2007	Vice Chairman, President & Chief Operating Officer, C. R. Bard, Inc.		M	C				1
Patrick J. Zenner										