

HUTTIG BUILDING PRODUCTS INC  
Form 8-K  
April 30, 2014

**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): April 28, 2014**

**Huttig Building Products, Inc.**

**(Exact name of registrant as specified in its charter)**

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

**001-14982**  
**(Commission**  
  
**File Number)**

**43-0334550**  
**(IRS Employer**  
  
**Identification No.)**

**555 Maryville University Dr., Suite 400, St. Louis, MO**

**(Address of principal executive offices)**

**63141**

**(Zip Code)**

**Registrant's telephone number, including area code (314) 216-2600**

**Former name or former address, if changed since last report: Not Applicable**

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.**

On April 28, 2014, Huttig Building Products, Inc. (the Company) held its Annual Meeting of Stockholders. The matters set forth below were voted on and approved by the stockholders at the Annual Meeting. The voting results for each matter are as set forth below.

**1. The election of two directors to serve terms expiring in 2017:**

| <b>Director s Name</b> | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Broker Non-Votes</b> |
|------------------------|------------------|-----------------------|-------------------------|
| R. S. Evans            | 14,317,509       | 72,385                | 2,457,021               |
| J. Keith Matheney      | 14,347,538       | 42,356                | 2,457,021               |

**2. To ratify the appointment of KPMG LLP as our independent registered public accounting firm for 2014:**

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstained</b> |
|------------------|----------------------|------------------------|
| 16,373,170       | 62,551               | 411,194                |

**3. To approve, by a non-binding advisory vote, the compensation paid by the Company to certain executive officers:**

| <b>Votes For</b> | <b>Votes Against</b> | <b>Votes Abstained</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|------------------------|-------------------------|
| 12,901,182       | 617,429              | 871,283                | 2,457,201               |

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.

Huttig Building Products, Inc.  
(Registrant)

Date: April 30, 2014

/s/ Philip W. Keipp  
Philip W. Keipp  
Vice President and Chief Financial Officer