

PATRICK INDUSTRIES INC

Form 8-K

May 23, 2014

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) **May 22, 2014**

PATRICK INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

Indiana

000-03922 35-1057796

(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification Number)

107 West Franklin, P.O. Box 638, Elkhart, Indiana 46515

(Address of Principal Executive Offices) (Zip Code)

Registrant's Telephone Number, including area code **(574) 294-7511**

(Former name or former address if changed since last report)

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- 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))
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Item 5.07. Submission of Matters to a Vote of Security Holders.

The Annual Meeting of Shareholders of Patrick Industries, Inc. (the “Company”) was held on May 22, 2014. The total shares outstanding on the record date, March 27, 2014, were 10,667,614. The total shares voted at the meeting in person or by proxy were 9,716,860, which represented 91.09% of the total outstanding eligible votes. The results of the matters voted upon at the Annual Meeting of Shareholders are as follows:

Proposal 1 – Election of nine directors to the Board of Directors to serve until the 2015 Annual Meeting.

| <u>Directors</u> | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Votes</u> |
|---------------------|------------|-----------------|-------------------------|
| Terrence D. Brennan | 7,775,559 | 431,008 | 1,510,293 |
| Joseph M. Cerulli | 7,763,290 | 443,277 | 1,510,293 |
| Todd M. Cleveland | 7,799,005 | 407,562 | 1,510,293 |
| John A. Forbes | 8,112,123 | 94,444 | 1,510,293 |
| Paul E. Hassler | 7,666,295 | 540,272 | 1,510,293 |
| Michael A. Kitson | 8,109,491 | 97,076 | 1,510,293 |
| Andy L. Nemeth | 7,187,708 | 1,018,859 | 1,510,293 |
| Larry D. Renbarger | 7,815,301 | 391,266 | 1,510,293 |
| Walter E. Wells | 7,775,455 | 431,112 | 1,510,293 |

Proposal 2– To approve an amendment to the Company’s 2009 Omnibus Incentive Plan to increase the number of shares available for grant and to reapprove the material terms of the Plan.

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------|----------------|----------------|-------------------------|
| 4,979,831 | 3,168,413 | 58,323 | 1,510,293 |

Proposal 3 – Ratification of the appointment of Crowe Horwath LLP as the Company’s independent registered public accounting firm for fiscal year 2014.

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------|----------------|----------------|-------------------------|
| 9,671,531 | 32,308 | 13,021 | - |

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.

PATRICK INDUSTRIES, INC.
(Registrant)

DATE: May 23, 2014

BY: /s/ Andy L. Nemeth
Andy L. Nemeth
Executive Vice President – Finance and
Chief Financial Officer