

MERIDIAN BIOSCIENCE INC

Form 8-K

January 25, 2019

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): January 24, 2019

MERIDIAN BIOSCIENCE, INC.

(Exact name of registrant as specified in its charter)

Ohio

0-14902

31-0888197

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No. )

3471 River Hills Drive, Cincinnati, Ohio 45244

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (513) 271-3700

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

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17CFR §240.12b-2).

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 5.07 Submission of Matters to a Vote of Security Holders.

The following matters were submitted to a vote of shareholders at the Company's Annual Meeting of Shareholders held on January 24, 2019:

(a) Votes regarding the election of eight directors:

| Name                   | For        | Withheld  | Broker Non-Votes |
|------------------------|------------|-----------|------------------|
| James M. Anderson      | 34,273,033 | 1,076,936 | 4,443,913        |
| Dwight E. Ellingwood   | 35,028,730 | 321,239   | 4,443,913        |
| Jack Kenny             | 34,752,181 | 597,788   | 4,443,913        |
| John C. McIlwraith     | 35,015,556 | 334,413   | 4,443,913        |
| David C. Phillips      | 34,201,968 | 1,148,001 | 4,443,913        |
| John M. Rice, Jr.      | 35,061,738 | 288,231   | 4,443,913        |
| Catherine A. Sazdanoff | 34,602,998 | 746,971   | 4,443,913        |
| Felicia Williams       | 35,231,463 | 118,506   | 4,443,913        |

(b) Advisory votes regarding named executive officer compensation:

| For        | Against   | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 34,210,282 | 1,070,965 | 68,722  | 4,443,913        |

(c) Votes regarding the ratification of the Audit Committee's appointment of Grant Thornton LLP as the Company's Independent Registered Public Accountants for fiscal 2019:

| For        | Against   | Abstain |
|------------|-----------|---------|
| 38,350,159 | 1,386,134 | 57,589  |

SIGNATURES

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.

MERIDIAN BIOSCIENCE, INC.

Date: January 25, 2019

By: /s/ Eric S. Rasmussen  
Executive Vice President and Chief Financial Officer  
(Principal Financial Officer)