

Houston Wire & Cable CO
Form 8-K
May 08, 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: May 08, 2014
(Date of earliest event reported)

Houston Wire & Cable Company
(Exact name of registrant as specified in its charter)

DE
(State or other jurisdiction
of incorporation) 000-52046
(Commission File Number) 74-2400498

(IRS Employer
Identification Number)
10201 North Loop East, Houston TX
(Address of principal executive offices) 77029
(Zip Code)
(713) 609-2110
(Registrant's telephone number, including area code)

Not Applicable
(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:

- ☐ 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))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition

On May 8, 2014, Houston Wire & Cable Company (the "Company") reported its financial results for the quarter ended March 31, 2014. The Company's press release dated May 8, 2014, is attached as exhibit 99.1.

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

On May 6, 2014, the Company held its 2014 Annual Meeting of Stockholders (the "Annual Meeting"). At the Annual Meeting, 16,389,007 shares of common stock, par value \$.001, or approximately 91.28% of the 17,954,032 shares of common stock outstanding and entitled to vote at the Annual Meeting, were present in person or by proxy. Set forth below are the matters acted upon by Company stockholders at the Annual Meeting, and the final voting results on each such matter.

Proposal 1: Election of Directors. The number of votes cast for and withheld from each nominee, as well as the number of broker non-votes, were as follows:

Name of Nominee	Votes For	Votes Withheld
Michael T. Campbell	14,296,141	193,347
I. Stewart Farwell	14,293,033	196,455
James L. Pokluda III	14,383,055	106,433
Mark A. Ruelle	13,883,676	605,812
Wilson B. Sexton	14,381,747	107,741
William H. Sheffield	14,366,870	122,618
Scott L. Thompson	14,294,633	194,855

There were 1,899,519 broker non-votes as to Proposal 1.

All seven nominees were elected.

Proposal 2: Ratification of Selection of Independent Registered Public Accounting Firm. The number of votes cast for and against this matter, as well as the number of abstentions, were as follows:

Votes For	Votes For as a Percentage of Votes Present at the Meeting	Votes Against	Abstentions
16,354,888	99.79	33,670	449

There were no broker non-votes as to Proposal 2.

Proposal 2 received the affirmative vote of the holders of at least a majority of the shares of common stock present at the Annual Meeting and therefore was adopted.

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Proposal 3: Advisory Vote to Approve Executive Compensation. The number of votes cast for and against this matter, as well as the number of abstentions and broker non-votes, were as follows:

Votes For	Votes For as a Percentage of Votes Present at the Meeting	Votes Against	Abstentions
14,398,286	99.37	56,226	34,976

There were 1,899,519 broker non-votes as to Proposal 3.

Proposal 3 received the affirmative vote of the holders of at least a majority of the shares of common stock present at the Annual Meeting and therefore was adopted.

Proposal 4: Approval of the Material Terms of the Houston Wire & Cable Company 2006 Stock Plan. The number of votes cast for and against this matter, as well as the number of abstentions and broker non-votes, were as follows:

Votes For	Votes For as a Percentage of Votes Present at the Meeting	Votes Against	Abstentions
13,898,599	95.92	574,439	16,450

There were 1,899,519 broker non-votes as to Proposal 4.

Proposal 4 received the affirmative vote of the holders of at least a majority of the shares of common stock present at the Annual Meeting and therefore was adopted.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

99.1 Press Release of Houston Wire & Cable Company dated May 08, 2014

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.

Dated: May 08, 2014

HOUSTON WIRE & CABLE COMPANY

By: /s/ Nicol G. Graham

Nicol G. Graham

Chief Financial Officer

Exhibit Index **Exhibit No.** **Description** 99.1 Press Release of Houston Wire & Cable Company dated May 08, 2014