

FEDERATED NATIONAL HOLDING CO
Form 8-K
September 18, 2015

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: September 15, 2015
(Date of earliest event reported)

FEDERATED NATIONAL HOLDING COMPANY
(Exact name of registrant as specified in its charter)

Florida 0-2500111 65-0248866
(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

14050 NW 14 Street, Suite 180
Sunrise, FL 33323
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (800) 293-2532

(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))

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.

Annual Meeting of Shareholders

On September 15, 2015, Federated National Holding Company (the "Company") held its annual meeting of shareholders. A total of 12,747,822 of the Company's outstanding shares of common stock, representing approximately 89.6% of the shares eligible to vote, were present or represented by proxy at the annual meeting. The following two proposals were voted on at the annual meeting, and each was approved by the Company's shareholders with the necessary number of votes required by the Company's charter documents and applicable corporate law:

1. The election of Richard W. Wilcox, Jr. as Class II director to serve until the annual meeting of shareholders to be held in 2018 or until his successor is elected and qualified; and
2. To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the 2015 fiscal year.

The table below states the number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes, for each of the proposals voted on at the annual meeting:

| <u>Description of Matter</u> | <u>For</u> | <u>Against</u> | <u>Withheld</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|--|------------|----------------|-----------------|--------------------|-------------------------|
| 1. Election of Directors: | | | | | |
| Richard W. Wilcox, Jr. | 6,149,646 | N/A | 3,178,791 | N/A | 3,419,385 |
| 2. Ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the 2015 fiscal year. | 12,617,216 | 61,835 | N/A | 68,771 | N/A |

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.

FEDERATED NATIONAL
HOLDING COMPANY

Date: September 18, 2015 By: /s/ Peter J. Prygelski, III

Name: Peter J. Prygelski, III

Title: Chief Financial Officer

(Principal Accounting and

Financial Officer)
