

FIRST ACCEPTANCE CORP /DE/
Form 8-K
May 11, 2016
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 10, 2016

FIRST ACCEPTANCE CORPORATION

(Exact Name of Registrant as Specified in Charter)

Delaware	001-12117	75-1328153
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

3813 Green Hills Village Drive Nashville, Tennessee	37215
(Address of Principal Executive Offices)	(Zip Code)

(615) 844-2800

(Registrant's Telephone Number, Including Area Code)

(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))

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

Section 5 – Corporate Governance and Management

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

On May 10, 2016, the Company held its 2016 Annual Meeting of Stockholders in Nashville, Tennessee. At the 2016 Annual Meeting, stockholders were asked to vote on three proposals: the election of the nine director nominees named in the proxy statement; an advisory vote on executive compensation; and the ratification of the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for 2016. The voting results at the 2016 Annual Meeting were as follows:

Proposal No. 1: The following nine director nominees were elected to serve on the Company’s Board of Directors until the next annual meeting of stockholders or until their successors are duly elected and qualified.

Name	For	Against	Withheld	Broker Non-Votes
Rhodes R. Bobbitt	22,642,950		759,937	8,347,118
Harvey B. Cash	22,650,794		752,093	8,347,118
Donald J. Edwards	22,628,289		774,598	8,347,118
Jeremy B. Ford	22,632,377		770,510	8,347,118
Mark A. Kelly	22,636,869		766,018	8,347,118
Tom C. Nichols	22,643,871		759,016	8,347,118
Lyndon L. Olson, Jr.	22,646,941		755,946	8,347,118
Kenneth D. Russell	22,607,276		795,611	8,347,118
William A. Shipp, Jr.	22,647,677		755,210	8,347,118

Proposal No. 2: The stockholders approved, on an advisory basis, the compensation of the Company’s named executive officers.

For	Against	Abstain	Broker Non-Votes
21,591,018	1,805,942	5,927	8,347,118

Proposal No. 3: The appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for 2016 was ratified.

For	Against	Abstain	Broker Non-Votes
31,733,527	8,388	8,090	-

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.

FIRST ACCEPTANCE
CORPORATION

By: /s/ Brent J. Gay
Brent J. Gay
Chief Financial Officer

Date: May 10, 2016