

Edgar Filing: POOL CORP - Form 8-K

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

(a) Annual Meeting of Stockholders

The Annual Meeting of Stockholders of Pool Corporation was held on May 6, 2015.

(b) Voting Results

Stockholders elected eight directors to serve a one-year term or until their successors are elected and qualified. The final votes with respect to each director were as follows:

| | Number of Shares | | Broker Non-Votes |
|----------------------------|------------------|-----------|---------------------|
| | For | Withheld | |
| Andrew W. Code | 38,174,322 | 327,681 | 2,412,461 |
| James J. Gaffney | 37,365,203 | 1,136,800 | 2,412,461 |
| George T. Haymaker, Jr. | 38,292,547 | 209,456 | 2,412,461 |
| Manuel J. Perez de la Mesa | 38,265,105 | 236,898 | 2,412,461 |
| Wilson B. Sexton | 38,275,755 | 226,248 | 2,412,461 |
| Harlan F. Seymour | 38,293,652 | 208,351 | 2,412,461 |
| Robert C. Sledd | 38,175,318 | 326,685 | 2,412,461 |
| John E. Stokely | 38,095,194 | 406,809 | 2,412,461 |

Stockholders ratified the retention of Ernst & Young LLP, certified public accountants, as our independent registered public accounting firm for the fiscal year ending December 31, 2015. The final votes were as follows:

| Number of Shares | | | Broker Non-Votes |
|------------------|---------|---------|---------------------|
| For | Against | Abstain | |
| 40,514,761 | 391,771 | 7,932 | — |

Stockholders approved, on an advisory and non-binding basis, the compensation of our named executive officers (the say-on-pay vote). The final votes were as follows:

| Number of Shares | | | Broker Non-Votes |
|------------------|---------|---------|---------------------|
| For | Against | Abstain | |
| 37,817,362 | 652,264 | 32,377 | 2,412,461 |

Item 7.01 Regulation FD Disclosure.

On May 7, 2015, Pool Corporation issued the press release included herein as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press release issued by Pool Corporation on May 7, 2015, announcing additional authorization under its share repurchase program, the declaration of an increased quarterly cash dividend and the voting results of its annual meeting.

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.

POOL CORPORATION

By: /s/ MARK W. JOSLIN
Mark W. Joslin
Senior Vice President and Chief Financial Officer

Dated: May 7, 2015