

Innophos Holdings, Inc.  
Form 8-K  
May 22, 2013

---

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 20, 2013)

Innophos Holdings, Inc.  
(Exact name of Registrant as specified in its their Charter)

Delaware (States or other jurisdictions of incorporation)	001-33124 (Commission File Numbers)	20-1380758 (IRS Employer Identification Nos.)
---	--	--

259 Prospect Plains Road  
Cranbury, New Jersey 08512  
(Address of Principal Executive Office, including Zip Code)

(609) 495-2495  
(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))
- 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.

At the 2013 Annual Meeting of Stockholders of Innophos Holdings, Inc. held on May 17, 2013, the Registrant's stockholders voted on three proposals disclosed in the Registrant's 2013 Proxy Statement dated April 23, 2013: (i) Proposal 1-Election of Board Members; (ii) Proposal 2-Ratification of Selection of Independent Registered Public Accounting Firm; and (iii) Proposal 3-Advisory Vote on Executive Compensation.

The results of the voting were as follows:

Proposal 1-Election of Board Members

Director Nominee	For	Withhold	Broker Non-Vote
Gary Cappeline	19,610,802	350,890	1,097,473
Amado Cavazos	19,611,260	350,432	1,097,473
Randolph Gress	19,317,409	644,283	1,097,473
Linda Myrick	19,612,634	349,058	1,097,473
Karen Osar	19,603,995	357,697	1,097,473
John Steitz	14,960,958	5,000,734	1,097,473

Proposal 2-Ratification of Selection of Independent Registered Public Accounting Firm:

For	Against	Abstain	Broker Non-Vote
20,687,227	357,278	14,660	0

Proposal 3- Advisory Vote on Executive Compensation

For	Against	Abstain	Broker Non-Vote
18,472,414	1,464,706	24,572	1,097,473

SIGNATURES

According 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.

INNOPHOS HOLDINGS, INC.

By: /s/ William N. Farran  
 Name: William N. Farran  
 Title: Vice President and General Counsel

Dated: May 22, 2013