

Stock Yards Bancorp, Inc.
Form 8-K
May 02, 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): April 28, 2016

STOCK YARDS BANCORP, INC.
(Exact name of registrant as specified in its charter)

| | | |
|--|--|--|
| <u>Kentucky</u> (State or other jurisdiction of incorporation or organization) | <u>1-13661</u> (Commission File Number) | <u>61-1137529</u> (I.R.S. Employer Identification No.) |
|--|--|--|

1040 East Main Street, Louisville, Kentucky 40206
(Address of principal executive offices)

(502) 582-2571
(Registrant's telephone number, including area code)

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

On April 28, 2016, the Company held its 2016 annual meeting of shareholders. As of the record date for the Annual Meeting, there were 14,927,921 shares of Common Stock outstanding and entitled to one vote on each matter presented for vote at the Annual Meeting. At the Annual Meeting, 12,229,962 or 81.92% of the outstanding common shares entitled to vote were represented in person or by proxy. Those shares were voted as follows:

1. The following individuals were nominated in 2016 to serve until the next annual meeting of shareholders in 2017. All nominees were elected. The results were as follows:

| | Votes For | Votes Against | Abstain | Broker Non-Votes |
|-------------------------|--------------|------------------|---------|---------------------|
| J. McCauley Brown | 9,303,629 | 33,232 | 20,682 | 2,872,419 |
| Charles R. Edinger, III | 9,050,423 | 286,996 | 20,124 | 2,872,419 |
| David P. Heintzman | 9,185,426 | 152,744 | 19,373 | 2,872,419 |
| Carl G. Herde | 9,306,052 | 30,965 | 20,526 | 2,872,419 |
| James A. Hillebrand | 9,285,189 | 45,436 | 26,918 | 2,872,419 |
| Richard A. Lechleiter | 9,300,954 | 35,457 | 21,132 | 2,872,419 |
| Richard Northern | 9,274,706 | 63,060 | 19,777 | 2,872,419 |
| Stephen M. Priebe | 9,311,683 | 25,546 | 20,314 | 2,872,419 |
| Nicholas X. Simon | 9,250,528 | 76,528 | 30,487 | 2,872,419 |
| Norman Tasman | 9,083,998 | 253,705 | 19,840 | 2,872,419 |
| Kathy C. Thompson | 9,272,427 | 65,863 | 19,253 | 2,872,419 |

2. Ratification of KPMG LLP as the independent registered public accounting firm for the Company for the year ending December 31, 2016:

| | |
|-----------------|------------|
| For | 12,064,940 |
| Against | 69,977 |
| Abstain | 95,045 |
| Broker non-vote | 0 |

3. Proposal to approve a non-binding resolution to approve the compensation of the Company's named executive officers.

| | |
|-----------------|-----------|
| For | 8,534,474 |
| Against | 307,719 |
| Abstain | 515,350 |
| Broker non-vote | 2,872,419 |

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 thereunto duly authorized.

Date: May 2, 2016

STOCK YARDS BANCORP, INC.

By: /s/ Nancy B. Davis
Nancy B. Davis
Executive Vice President, Treasurer and
Chief Financial Officer