

MATERION Corp  
Form 8-K  
May 03, 2013

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 1, 2013

Materion Corporation

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(Exact name of registrant as specified in its charter)

Ohio

001-15885

34-1919973

(State or other jurisdiction  
of incorporation)

(Commission File  
Number)

(I.R.S. Employer  
Identification No.)

6070 Parkland Blvd., Mayfield Hts.,  
Ohio

44124

(Address of principal executive  
offices)

(Zip Code)

Registrant's telephone number, including area code:

216-486-4200

Not Applicable

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

Materion Corporation (the "Company") held its Annual Meeting of Shareholders on May 1, 2013. As of March 11, 2013, the record date of the Annual Meeting, there were 20,766,008 shares of common stock outstanding and entitled to vote on each matter presented for vote at the Annual Meeting. At the Annual Meeting, 19,516,748 or 94.0% of the outstanding common shares entitled to vote were represented in person or by proxy. All nominees were elected and all proposals were approved. These shares were voted as follows (vote totals may not agree due to rounding or fractional shares):

1. The following individuals were nominated in 2013 to serve as directors until 2016:

Vinod M. Khilnani

Votes For: 17,351,940  
Votes Withheld: 679,309  
Broker Non-Votes: 1,485,499

Darlene J.S. Solomon

Votes For: 17,355,050  
Votes Withheld: 676,199  
Broker Non-Votes: 1,485,499

Robert B. Toth

Votes For: 17,592,506  
Votes Withheld: 438,743  
Broker Non-Votes: 1,485,499

2. Ratification of the appointment of Ernst & Young LLP as the independent registered public accounting firm of the Company for the year 2013:

Votes For: 19,082,089  
Votes Against: 413,080  
Abstentions: 21,579

3. Approval of the Materion Corporation Management Incentive Plan:

Votes For: 15,418,783  
Votes Withheld: 2,589,693  
Abstentions: 22,773  
Broker Non-Votes: 1,485,499

4. Advisory (non-binding) vote to approve the compensation of the Company's named executive officers:

Votes For: 15,418,635  
Votes Withheld: 933,028  
Abstentions: 1,679,586  
Broker Non-Votes: 1,485,499



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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.

Materion Corporation

May 3, 2013

By: /s/ Michael C. Hasychak  
Michael C. Hasychak  
Vice President, Treasurer and  
Secretary