

MEDNAX, INC.  
Form 8-K  
November 05, 2015

**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): November 3, 2015**

**MEDNAX, INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Florida**  
**(State or Other Jurisdiction of**

**Incorporation)**

**001-12111**  
**(Commission File**

**Number)**  
**1301 Concord Terrace**

**26-3667538**  
**(IRS Employer Identification No.)**

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**Sunrise, Florida 33323**

**(Address of principal executive office) (zip code)**

**Registrant's telephone number, including area code (954) 384-0175**

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.**

On November 3, 2015, MEDNAX, Inc., a Florida corporation (the "Company"), held a Special Meeting of Shareholders (the "Special Meeting"). Of the 93,859,240 shares of common stock outstanding and entitled to vote at the Special Meeting, 81,993,599 shares were represented, constituting a quorum. The final results for each of the matters submitted to a vote of shareholders at the Special Meeting are as follows:

*Proposal 1:* The Company's shareholders approved the amendment and restatement of the Amended and Restated MEDNAX, Inc. 1996 Non-Qualified Employee Stock Purchase Plan by the votes set forth in the table below:

| <b>For</b> | <b>Against</b> | <b>Abstained</b> |
|------------|----------------|------------------|
| 81,118,507 | 610,570        | 264,522          |

*Proposal 2:* The Company's shareholders approved the creation of the MEDNAX, Inc. 2015 Non-Qualified Stock Purchase Plan by the votes set forth in the table below:

| <b>For</b> | <b>Against</b> | <b>Abstained</b> |
|------------|----------------|------------------|
| 80,164,209 | 1,598,937      | 230,453          |

**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.

**MEDNAX, INC.**

Date: November 5, 2015

By: /s/ Vivian Lopez-Blanco  
Vivian Lopez-Blanco  
Chief Financial Officer