

OWENS & MINOR INC/VA/
Form 8-K
May 05, 2010

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 5, 2010 (April 30, 2010)

Owens & Minor, Inc.

(Exact name of registrant as specified in its charter)

Virginia
(State or other jurisdiction
of incorporation

1-9810
(Commission
File Number)

54-1701843
(IRS Employer
Identification No.)

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9120 Lockwood Blvd., Mechanicsville, Virginia
(Address of principal executive offices)

23116
(Zip Code)

Registrant's telephone number, including area code (804) 723-7000

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 (see General Instruction A.2.below):

- .. 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Effective April 30, 2010, the board of directors of Owens & Minor, Inc. (the Company) appointed D. Andrew Edwards as Vice President, Finance and Chief Accounting Officer of the Company to replace retiring Vice President, Controller, Olwen B. Cape. Additional information about Mr. Edwards and his compensation by the Company is set forth in a previously filed Current Report on Form 8-K dated December 3, 2009.

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

The Company held its 2010 Annual Meeting of Shareholders on April 30, 2010 at which the matters described below were voted upon and approved as indicated.

- (1) Election of 12 directors, each for a one-year term, as follows:

| Director | Votes For | Votes Against or Withheld | Abstentions | Broker Non-Votes |
|-------------------------|------------|---------------------------|-------------|------------------|
| A. Marshall Acuff | 35,314,211 | 341,217 | 0 | 3,082,275 |
| J. Alfred Broaddus, Jr. | 35,342,745 | 312,683 | 0 | 3,082,275 |
| John T. Crotty | 35,257,160 | 398,268 | 0 | 3,082,275 |
| Richard E. Fogg | 35,499,664 | 155,764 | 0 | 3,082,275 |
| G. Gilmer Minor, III | 35,253,419 | 402,009 | 0 | 3,082,275 |
| Eddie N. Moore, Jr. | 35,498,732 | 156,696 | 0 | 3,082,275 |
| Peter S. Redding | 35,257,325 | 398,103 | 0 | 3,082,275 |
| James E. Rogers | 35,259,736 | 395,692 | 0 | 3,082,275 |
| Robert C. Sledd | 35,300,994 | 354,434 | 0 | 3,082,275 |
| Craig R. Smith | 35,287,366 | 368,062 | 0 | 3,082,275 |
| James E. Ukrop | 35,246,969 | 408,459 | 0 | 3,082,275 |
| Anne Marie Whittemore | 35,107,891 | 547,537 | 0 | 3,082,275 |

- (2) Re-approval of performance goals under the Owens & Minor, Inc. 2005 Stock Incentive Plan as follows:

| Votes For | Votes Against or Withheld | Abstentions | Broker Non-Votes |
|------------|---------------------------|-------------|------------------|
| 33,642,677 | 3,966,380 | 1,128,645 | 0 |

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- (3) Approval of an amendment to increase the individual incentive award limit under the Owens & Minor 2005 Stock Incentive Plan as follows:

| Votes For | Votes Against or Withheld | Abstentions | Broker Non-Votes |
|------------------|--------------------------------------|--------------------|-----------------------------|
| 33,081,308 | 4,503,278 | 1,153,116 | 0 |

- (4) Ratification of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010 as follows:

| Votes For | Votes Against or Withheld | Abstentions | Broker Non-Votes |
|------------------|--------------------------------------|--------------------|-----------------------------|
| 38,254,417 | 467,485 | 15,800 | 0 |

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.

OWENS & MINOR, INC.

Date: May 5, 2010

By: /s/ Grace R. den Hartog
Name: Grace R. den Hartog
Title: Senior Vice President, General

Counsel and Corporate Secretary