

GENERAC HOLDINGS INC.

Form 8-K

June 10, 2011

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): June 8, 2011

Generac Holdings Inc.
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-34627 (Commission File Number)	20-5654756 (IRS Employer Identification No.)
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S45 W29290 Hwy. 59 Waukesha, Wisconsin (Address of principal executive offices)	53189 (Zip Code)
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(262) 544-4811
(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 June 8, 2011, Generac Holdings Inc. (“the Company”) held an annual meeting of its stockholders in Waukesha, Wisconsin. At the meeting, the Company’s stockholders (1) elected both of the Company’s director nominees; (2) ratified the selection of Ernst & Young LLP as the Company’s independent registered public accounting firm to audit the consolidated financial statements of the Company and its subsidiaries for the year ended December 31, 2011; (3) approved an advisory, non-binding resolution to approve the compensation of the Company’s named executive officers; and (4) voted on an advisory, non-binding resolution to determine the frequency of future advisory votes on executive compensation. The results of the vote at the meeting were as follows:

Proposal No.1 — Election of Directors

Name	Votes For	Withhold	Broker Non-Votes
Stephen Murray	57,276,286	8,716,450	515,485
Edward A. LeBlanc	65,212,616	780,120	515,485

Proposal No. 2 — Ratification of the Appointment of Ernst & Young LLP

Votes For	Votes Against	Abstentions	Broker Non-Votes
66,493,499	9,126	5,596	0

Proposal No. 3 — Advisory Vote on 2010 Executive Compensation

Votes For	Votes Against	Abstentions	Broker Non-Votes
65,769,144	192,602	30,990	515,485

Proposal No. 4 — Advisory Vote on Frequency of Future Advisory Votes on Executive Compensation

Votes For “Every One Year”	Votes For “Every Two Years”	Votes for “Every Three Years”	Abstentions	Broker Non-Votes
65,005,350	274,980	704,206	8,200	515,485

Based on these results, the Company has determined that it will hold an advisory vote on executive compensation every year until the next required advisory vote on the frequency of holding an advisory vote on executive compensation.

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.

June 10, 2011

GENERAC HOLDINGS INC.

/s/ York A. Ragen
By: York A. Ragen
Chief Financial Officer
