## Edgar Filing: MERIDIAN BIOSCIENCE INC - Form 8-K

MERIDIAN BIOSCIENCE INC Form 8-K January 24, 2013

# 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):

January 23, 2013

## MERIDIAN BIOSCIENCE, INC.

(Exact name of registrant as specified in its charter)

Ohio 0-14902 31-0888197
(State or other jurisdiction of incorporation) Number) (IRS Employer Identification No. )

3471 River Hills Drive, Cincinnati, Ohio 45244 (Address of principal executive offices)

Registrant's telephone number, including area code

(513) 271-3700

(Zip Code)

(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 Results of Operations and Financial Condition.

On January 23, 2013, the Company issued a press release announcing its financial results for the fiscal quarter ended December 31, 2012. A copy of the press release is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

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

The following matters were submitted to a vote of shareholders at the Company's Annual Meeting of Shareholders, which was held on January 23, 2013:

(a) Votes regarding the election of five directors:

Name	For	Withheld	Broker Non-Votes
James M. Anderson	32,089,516	2,123,708	4,919,729
John A. Kraeutler	33,411,621	801,603	4,919,729
William J. Motto	26,443,099	7,770,125	4,919,729
David C. Phillips	32,078,628	2,134,596	4,919,729
Robert J. Ready	32,080,242	2,132,982	4,919,729

(b) Advisory Votes regarding named executive officer compensation:

For	Against	Abstain	<b>Broker Non-Votes</b>	
27.705.785	5.881.588	625.851	4.919.729	

(c) Votes regarding the ratification of the Audit Committee's appointment of Grant Thornton LLP as Meridian's Independent Registered Public Accounting Firm for fiscal 2013:

For	Against	Abstain
36,074,369	2,622,883	435,701

Item 9.01 Financial Statements and Exhibits.

#### (d) Exhibits

99.1 Press Release dated January 23, 2013.

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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.

# MERIDIAN BIOSCIENCE, INC.

Date: January 24, 2013 By: /s/ Melissa A. Lueke

Melissa A. Lueke

Executive Vice President and

Chief Financial Officer

(Principal Accounting Officer)