

MYERS INDUSTRIES INC  
Form 8-K  
May 02, 2012

**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) **April 27, 2012**

**MYERS INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

**Ohio**  
(State or other jurisdiction  
of incorporation)

**1-8524**  
(Commission  
File Number)

**34-0778636**  
(IRS Employer  
Identification Number)

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**1293 South Main Street, Akron, OH**  
(Address of Principal Executive Offices)

**44301**  
(Zip Code)

Registrant's Telephone Number, including area code (330) 253-5592

(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))

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

On April 27, 2012, the Company held its annual meeting of shareholders. The following matters set forth in our definitive proxy statement on Schedule 14A dated March 19, 2012 and filed with the Securities and Exchange Commission were voted on at our annual meeting of shareholders and the results of such voting is indicated below. On April 27, 2012, the Company issued a press release announcing the results of such voting. The full text of the press release issued in connection with this announcement is attached as Exhibit 99.1 to this Current Report on Form 8-K.

1. The nine nominees listed below were elected as directors of the Company with the respective votes set forth opposite their names:

| <u>Name of Directors Elected</u> | <u>FOR</u> | <u>WITHHELD</u> |
|----------------------------------|------------|-----------------|
| Vincent C. Byrd                  | 22,186,974 | 105,601         |
| Sarah R. Coffin                  | 22,187,353 | 105,222         |
| John B. Crowe                    | 22,188,680 | 103,895         |
| William A. Foley                 | 22,191,728 | 100,847         |
| Robert B. Heisler, Jr.           | 22,187,731 | 104,844         |
| Richard P. Johnston              | 22,181,036 | 111,539         |
| Edward W. Kissel                 | 22,186,407 | 106,168         |
| John C. Orr                      | 22,182,519 | 110,056         |
| Robert A. Stefanko               | 22,193,309 | 99,266          |

**Additional Nominees**

| <u>Receiving Votes</u> | <u>FOR</u> | <u>WITHHELD</u> |
|------------------------|------------|-----------------|
| Richard L. Bready      | 4,796,616  | 0               |
| Robert S. Prather, Jr. | 4,796,616  | 0               |

2. The appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for 2012 was ratified. Voting results on this proposal were as follows:

|         |            |
|---------|------------|
| For     | 27,337,905 |
| Against | 35,903     |
| Abstain | 33,105     |

3. The non-binding advisory vote on executive compensation was approved. Voting results on this proposal were as follows:

|         |            |
|---------|------------|
| For     | 21,370,447 |
| Against | 5,623,075  |
| Abstain | 95,665     |

**Item 9.01. Financial Statements and Exhibits**

99.1 Press Release by the Company Reporting Results of 2012 Annual Meeting dated April 27, 2012

**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 hereunto duly authorized.

**Myers Industries, Inc.**  
(Registrant)

DATE May 2, 2012

By: **/s/ Donald A. Merrill**  
Donald A. Merrill  
Senior Vice President, Chief Financial Officer  
  
and Corporate Secretary