

Edgar Filing: TILE SHOP HOLDINGS, INC. - Form 8-K

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.

The Company held its 2016 Annual Meeting of Stockholders on July 12, 2016. At the meeting:

1. Chris R. Homeister and Peter J. Jacullo III were elected to the Company's Board of Directors as Class I directors to hold office until the 2019 Annual Meeting of Stockholders.
2. The appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016 was ratified.
3. The compensation of the Company's named executive officers was approved, on a non-binding and advisory basis.

The voting results for each such matter were as follows:

1. Election of Directors:

| Nominee | For | Withheld | Broker Non-Votes |
|----------------------|------------|-----------|------------------|
| Chris R. Homeister | 31,281,667 | 2,018,661 | 5,043,931 |
| Peter J. Jacullo III | 31,568,764 | 1,731,564 | 5,043,931 |

2. Ratification of selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 38,116,896 | 30,962 | 196,401 | 0 |

3. Approval, on a non-binding and advisory basis, of named executive officer compensation:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 33,054,576 | 38,135 | 207,617 | 5,043,931 |

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.

TILE SHOP HOLDINGS, INC.

By /s/ Kirk L. Geadelmann

Date: July 14, 2016 Name: Kirk L. Geadelmann

Title: Chief Financial Officer
