

Edgar Filing: Independent Bank Group, Inc. - Form 8-K

Independent Bank Group, Inc.
Form 8-K
June 01, 2016

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 26, 2016

Independent Bank Group, Inc.
(Exact Name of Registrant as Specified in Charter)

Texas 001-35854 13-4219346
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

1600 Redbud Boulevard, Suite 400
McKinney, TX 75069-3257
(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code:
(972) 562-9004

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.

Three proposals were submitted to a vote of security holders at the annual meeting of the shareholders of Independent Bank Group, Inc. (the "Company") held on May 26, 2016:

•Proposal One: To elect each of David R. Brooks, M. Brian Ainsworth, Douglas A. Cifu and J. Webb Jennings, III, as Class III directors to serve on the board of directors of the Company until the Company's 2019 annual meeting of shareholders or until their respective successors are duly elected and qualified or until their earlier resignation or removal.

•Proposal Two: To ratify the appointment of RSM US LLP as the independent registered public accounting firm of the Company for the year ending December 31, 2016.

Proposal One: To Elect the Nominees to the Board of Directors

Each of the nominees under this proposal, David R. Brooks, M. Brian Ainsworth, Douglas A. Cifu and J. Webb Jennings, III, were nominated to be elected as Class III directors. All four of these nominees were elected to the Company's Board of Directors, with shareholders casting votes as follows:

	For	Withhold	Broker Non-Votes
Proposal One:			
David R. Brooks	13,097,720	333,596	2,836,185
M. Brian Ainsworth	11,266,448	2,164,868	2,836,185
Douglas A. Cifu	12,629,688	801,628	2,836,185
J. Webb Jennings, III	13,189,089	242,227	2,836,185

Proposal Two: To Ratify the Appointment of RSM US LLP as the Independent Registered Public Accountants of the Company for the Year Ending December 31, 2016.

This proposal, pursuant to which RSM US LLP's appointment as the independent registered public accountants for the Company for the year ending December 31, 2016, would be ratified, was approved with shareholders casting votes as follows:

	For	Against	Abstain	Broker Non-Votes
Proposal Two	16,252,838	13,616	1,047	0

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.

Dated: June 1, 2016

INDEPENDENT BANK GROUP, INC. (Registrant)

By: /s/ David R. Brooks

Name: David R. Brooks

Title: Chairman of the Board and Chief Executive Officer