

chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company o
If an
emerging
growth
company,
indicate by
check mark if
the registrant
has elected
not to use the
extended
transition
period for
complying
with any new
or revised
financial
accounting
standards
provided
pursuant to
Section 13(a)
of the
Exchange
Act.

o

Item 8.01. Other Events

On May 1, 2019, Thomas W. Erickson resigned as a member of the Compensation Committee of the Board of Directors (the “Board”) of Luminex Corporation (the “Company”), effective immediately. Mr. Erickson tendered this resignation in response to the concern expressed recently by Institutional Shareholder Services (“ISS”) over his service on the Compensation Committee, given his service as our interim president and chief executive officer from September 2002 until May 2004. This concern resulted in an ISS “WITHHOLD” recommendation (published April 29, 2019) with respect to Mr. Erickson’s election to the Board at the upcoming Annual Meeting of Stockholders to be held on May 16, 2019 (the “Annual Meeting”). The Board determined that Mr. Erickson is independent as defined in applicable Securities and Exchange Commission and Nasdaq rules. However, despite the Board’s opinion that Mr. Erickson’s extensive qualifications make him an asset to the Compensation Committee and that his prior service as our interim president and chief executive officer from September 2002 until May 2004 (15 years ago) does not interfere with the exercise of independent judgment in his carrying out the responsibilities of a director and a member of the Compensation Committee, Mr. Erickson believed that since some of the Company’s stockholders may share the same concern as expressed by ISS, he should voluntarily resign from the Compensation Committee.

ISS has informed the Company that it will withdraw its “WITHHOLD” recommendation and provide a “FOR” recommendation if Mr. Erickson so resigns from service on the Compensation Committee. Mr. Erickson’s resignation from the Compensation Committee has no effect on his continued service as a member of the Board and he continues to be a nominee for election to the Board at the Annual Meeting. In addition, Jim D. Keever and Stephen Eck, M.D., Ph.D., who the Board has determined to be independent as defined in applicable Securities and Exchange Commission and Nasdaq rules, continue to serve on the Compensation Committee. The Board anticipates electing an additional qualifying director to serve on the Compensation Committee promptly following the Annual Meeting. For further clarity, Mr. Erickson’s resignation is not the result of a disagreement with any member of the Compensation Committee.

The information set forth herein supplements the Company’s proxy statement dated April 2, 2019 and is being furnished to holders of the Company’s common stock in connection with the solicitation of proxies on behalf of the Board for use at the Annual Meeting.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 1, 2019 LUMINEX CORPORATION

By: /s/ Harriss T. Currie
Name: Harriss T. Currie
Title: Chief Financial Officer, Senior Vice President of
 Finance