

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

Independent Bank Group, Inc.  
Form 8-K  
May 16, 2014

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 15, 2014

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))

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

Two 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 15, 2014:

- Proposal One: To elect each of Torry Berntsen, Jack M. Radke, G. Stacy Smith and James D. Stein as Class I directors to serve on the board of directors of the Company until the Company's 2017 annual meeting of shareholders or until their successors are duly elected and qualified or until their earlier resignation or removal.
- Proposal Two: To ratify the appointment of McGladrey LLP as the independent registered public accounting firm of the Company for the year ending December 31, 2014.

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

Each of the nominees under this proposal, Torry Berntsen, Jack M. Radke, G. Stacy Smith and James D. Stein, were nominated to be elected as Class I 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:			
Torry Berntsen	8,911,329	187,372	970,685
Jack M. Radke	8,977,539	121,162	970,685
G. Stacy Smith	8,985,399	113,302	970,685
James D. Stein	8,917,200	181,501	970,685

Proposal Two: To Ratify the Appointment of McGladrey LLP as the Independent Registered Public Accountants of the Company for the Year Ending December 31, 2014.

This proposal, pursuant to which McGladrey's appointment as the independent registered public accountants for the Company for the year ending December 31, 2014, would be ratified, was approved with shareholders casting votes as follows:

	For	Against	Abstain	Broker Non-Votes
Proposal Two	10,031,765	9,397	28,224	None

**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: May 16, 2014

INDEPENDENT BANK GROUP, INC. (Registrant)

By: /s/ David R. Brooks  
Name: David R. Brooks  
Title: Chairman and Chief Executive Officer