

STANDARD REGISTER CO
Form 8-K
April 30, 2013

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: April 30, 2013

(Date of earliest event reported)

THE STANDARD REGISTER COMPANY

(Exact name of Registrant as specified in its Charter)

Ohio

1-1097

31-0455440

(State or other jurisdiction of
incorporation)

(Commission File No.)

(IRS Employer Identification
Number)

600 Albany Street, Dayton, Ohio
(Address of principal executive offices)

45417
(Zip Code)

Registrant's telephone number, including area code: (937) 221-1000

N/A

(Former name or former address, if changed since last report)

Item 5.07 Submission of Matters to a Vote of Security Holders

The Company's Annual Meeting of Shareholders was held on April 25, 2013. At the meeting, the following five items were voted on by the Company's shareholders:

ISSUE ONE A: DIRECTOR NOMINEE ELECTION RESULTS

The number of directors was set at seven and the following persons were elected to the Company's Board of Directors to hold office for the ensuing year:

| <u>NOMINEE</u> | <u>IN FAVOR</u> | <u>AGAINST</u> | <u>WITHHELD</u> |
|-----------------------|-----------------|----------------|-----------------|
| Roy W. Begley, Jr. | 40,318,068 | 300,178 | 2,722,749 |
| F. David Clarke, III | 40,431,551 | 186,695 | 2,722,749 |
| Julie D. Klapstein | 40,429,613 | 188,633 | 2,722,749 |
| R. Eric McCarthy | 40,438,154 | 180,092 | 2,722,749 |
| Joseph P. Morgan, Jr. | 40,434,303 | 183,943 | 2,722,749 |
| John J. Schiff, Jr. | 40,433,110 | 185,136 | 2,722,749 |
| John Q. Sherman, II | 40,343,962 | 274,284 | 2,722,749 |

In addition to the votes reported above, there were 5,999,310 broker non-votes on the proposal for the election of directors.

ISSUE ONE B: SET THE NUMBER OF DIRECTORS AT SEVEN

| <u>IN FAVOR</u> | <u>AGAINST</u> | <u>ABSTAINED</u> | <u>BROKER NON-VOTES</u> |
|-----------------|----------------|------------------|-------------------------|
| 46,117,224 | 406,250 | 94,082 | 0 |

ISSUE TWO: RATIFY THE APPOINTMENT OF BATTELLE & BATTELLE LLP AS INDEPENDENT AUDITORS FOR 2013

| <u>IN FAVOR</u> | <u>AGAINST</u> | <u>ABSTAINED</u> | <u>BROKER NON-VOTES</u> |
|-----------------|----------------|------------------|-------------------------|
| 46,233,634 | 297,244 | 86,678 | 0 |

ISSUE THREE: ADVISORY VOTE ON COMPENSATION OF NAMED EXECUTIVE OFFICERS

| <u>IN FAVOR</u> | <u>AGAINST</u> | <u>ABSTAINED</u> | <u>BROKER NON-VOTES</u> |
|-----------------|----------------|------------------|-------------------------|
| 39,807,058 | 567,381 | 243,807 | 5,999,310 |

ISSUE FOUR: APPROVAL OF AMENDMENT TO THE STANDARD REGISTER COMPANY 2011 EQUITY INCENTIVE PLAN

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| <u>IN FAVOR</u> | <u>AGAINST</u> | <u>ABSTAINED</u> | <u>BROKER NON-VOTES</u> |
|-----------------|----------------|------------------|-------------------------|
| 23,895,027 | 646,907 | 16,076,312 | 5,999,310 |

ISSUE FIVE: APPROVAL OF AMENDMENT TO STANDARD REGISTER S ARTICLES OF INCORPORATION FOR REVERSE STOCK SPLIT

| <u>IN FAVOR</u> | <u>AGAINST</u> | <u>ABSTAINED</u> | <u>BROKER NON-VOTES</u> |
|-----------------|----------------|------------------|-------------------------|
| 44,096,867 | 2,321,493 | 199,196 | 0 |

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.

REGISTRANT

THE STANDARD REGISTER COMPANY

Date: April 30, 2013

By: /s/Gerard D. Sowar
Gerard D. Sowar, Vice President,

General Counsel and Secretary