

KEWAUNEE SCIENTIFIC CORP /DE/  
Form 8-K  
June 29, 2012

**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): June 27, 2012**

**Kewaunee Scientific Corporation**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**0-5286**  
**(Commission File**  
**Number)**

**38-0715562**  
**(IRS Employer**  
**Identification No.)**

**2700 West Front Street**

**Statesville, NC**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (704) 873-7202**

**28677**

**(Zip Code)**

**N/A**

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

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) On June 27, 2012, our Board of Directors adopted the Kewaunee Scientific Corporation Fiscal Year 2013 Incentive Bonus Plan (the Plan ) for our Chief Executive Officer, President and Chief Operating Officer, and certain managers, including our executive officers ( Eligible Participants ). The Plan provides for a bonus pool and bonus payouts to Eligible Participants equal to a percentage of the Eligible Participant s base salary based upon our or our division s achievement of various levels of earnings for the year (which will affect 75% of the participant s bonus potential) and other conditions described therein (which will affect 25% of the participant s bonus potential), as approved by our Board of Directors. The Plan is a one-year plan for Fiscal Year 2013. A copy of the form of the Kewaunee Scientific Corporation Fiscal Year 2013 Incentive Bonus Plan is filed herewith as Exhibit 10.1 and incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| <b>Exhibit Number</b> | <b>Description</b>   |
|-----------------------|--|
| 10.1                  | Kewaunee Scientific Corporation Fiscal Year 2013 Incentive Bonus Plan. |

**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.

Dated: June 29, 2012

Kewaunee Scientific Corporation

By: /s/ D. Michael Parker  
D. Michael Parker  
Senior Vice President, Finance and  
Chief Financial Officer

Page - 2