

PRIMEENERGY CORP
Form 8-K
June 14, 2018

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 (Date of earliest event reported) June 13, 2018

PrimeEnergy Corporation

(Exact name of registrant as specified in its charter)

Delaware

(State or Other Jurisdiction of Incorporation)

0-7406
(Commission File Number)

11-2695037
(IRS Employer Identification No.)

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9821 Katy Freeway, Houston, Texas 77024

(Address of principal executive offices)

Registrant's telephone number, including area code 713-735-0000

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 (see General Instruction A.2. below):

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))
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

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.

PRIMEENERGY CORPORATION

Section 5 Corporate Governance and Management

Item 5.07 Submission of matters to a vote of Security Holders

The Annual Meeting of stockholders of PrimeEnergy Corporation (the Company) was held on June 13, 2018. The matter listed below was submitted to a vote of the stockholders through the solicitation of proxies, and the proposal was described in the Company's Proxy Statement filed with the Securities and Exchange Commission on April 27, 2018. There were 2,102,210 shares of the Company outstanding and entitled to vote at the Annual Meeting. There were 1,743,305 shares, 83%, of the Company present in person or by proxy at the meeting. The final results of the stockholder votes are listed below.

Six persons were nominated by management for election as Directors of the Company, each for a term of one year. Beverly A. Cummings, Charles E. Drimal, Thomas S.T. Gimbel, Clint Hurt, Jan Smeets and Ebersole Gaines Wehrle were currently serving as Directors of the Company. There were no other persons serving as Directors and there was no Director whose term of office continued after the meeting. There were no other nominees and there was no solicitation in opposition to management's nominees. All of such nominees were elected. The names of each Director elected at the meeting and the number of shares voted for or withheld for each nominee is as follows. There were no abstentions and no broker non-votes.

| Name | For | Withheld |
|------------------------|------------|-----------------|
| Beverly A. Cummings | 1,672,663 | 70,642 |
| Charles E. Drimal, Jr. | 1,735,113 | 8,192 |
| Thomas S. T. Gimbel | 1,734,838 | 8,467 |
| Clint Hurt | 1,722,663 | 20,642 |
| Jan Smeets | 1,722,388 | 20,917 |
| Ebersole Gaines Wehrle | | 8,467 |

1,734,838

The Board of Directors approved the repurchase of 200,000 additional shares.

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this current report to be signed on its behalf by the undersigned, thereto duly authorized.

Dated: June 14, 2018

PrimeEnergy Corporation

By: /s/ Beverly A. Cummings
Name: Beverly A. Cummings
Executive Vice President