

DRIL-QUIP INC
Form 8-K
May 20, 2015

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): May 15, 2015

DRIL-QUIP, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-13439
(Commission

File Number)

74-2162088
(I.R.S. Employer

Identification No.)

6401 N. Eldridge Parkway

Houston, Texas

(Address of principal executive offices)

77041

(Zip Code)

Registrant's telephone number, including area code: (713) 939-7711

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):

- .. 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.

At the annual meeting of stockholders of Dril-Quip, Inc. (Dril-Quip) held on May 15, 2015, the matters voted upon and the number of votes cast for or against, as well as the number of abstentions and broker non-votes as to such matters, were as stated below. The proposals related to each matter are described in detail in Dril-Quip's definitive proxy statement for the annual meeting, which was filed with the SEC on April 2, 2015.

Proposal 1 Election of Directors

The following nominee for director was elected to serve a three-year term expiring at the 2018 annual meeting of stockholders by a majority of the votes cast at the annual meeting:

| | For | Against | Abstentions | Broker Non-Votes |
|---------------------|------------|---------|-------------|------------------|
| L.H. Dick Robertson | 35,253,043 | 412,785 | 21,761 | 1,791,220 |

Proposal 2 Approval of Appointment of Independent Registered Public Accounting Firm

The appointment of PricewaterhouseCoopers LLP as independent registered public accountants for Dril-Quip for 2015 was approved by the majority of the votes cast for or against the proposal at the meeting:

| For | Against | Abstentions | Broker Non-Votes |
|------------|---------|-------------|------------------|
| 37,447,783 | 8,782 | 22,244 | |

Proposal 3 Advisory Vote to Approve Executive Compensation

The advisory vote on the compensation of Dril-Quip's named executive officers received the affirmative vote of a majority of the votes cast for or against the proposal at the meeting:

| For | Against | Abstentions | Broker Non-Votes |
|------------|---------|-------------|------------------|
| 34,666,688 | 985,130 | 35,771 | 1,791,220 |

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.

DRIL-QUIP, INC.

By: /s/ Jerry M. Brooks
Jerry M. Brooks
Vice President Finance and Chief
Financial Officer

Date: May 20, 2015