

INSIGHT ENTERPRISES INC
Form 8-K
May 17, 2012

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 16, 2012

Insight Enterprises, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

000-25092

(Commission
File Number)

86-0766246

(I.R.S. Employer
Identification No.)

6820 South Harl Avenue, Tempe, Arizona

(Address of principal executive offices)

85283

(Zip Code)

Registrant's telephone number, including area code:

480-902-1001

Not Applicable

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))
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Top of the Form**Item 5.07. Submission of Matters to a Vote of Security Holders.**

The Annual Meeting of Stockholders of Insight Enterprises, Inc. (Insight or the Company) was held on May 16, 2012. At the Company's 2012 Annual Meeting of Stockholders, the following proposals were considered:

- (1) The election of three Class III directors to serve until the 2015 annual meeting of stockholders or until their respective successors have been duly elected and qualified;
- (2) An advisory vote to approve named executive officer compensation; and
- (3) The ratification of the appointment of KPMG LLP as our independent registered public accounting firm for the year ending December 31, 2012.

The final voting results for each proposal are described below. For beneficial owners holding Insight common stock at a bank or brokerage institution, a broker non-vote occurred if the owner failed to give voting instructions, and the bank or broker was otherwise restricted from voting on the owner's behalf.

Proposal 1

Three Class III directors were elected, and the aggregate votes cast for or against were as follows:

Nominee	For	Against	Broker Non-Votes
Timothy A. Crown	39,536,823	830,907	1,557,891
Anthony A. Ibargüen	39,839,387	528,343	1,557,891
Kathleen S. Pushor	39,149,236	1,218,494	1,557,891

In addition, Class I Directors (Richard, E. Allen, Bennett Dorrance and Michael M. Fisher) and Class II Directors (Kenneth T. Lamneck, Larry A. Gunning and Robertson C. Jones) continued their respective terms of office following the 2012 Annual Meeting of Stockholders.

Proposal 2

The stockholders voted, by an advisory vote, to approve the compensation of our named executive officers, and the aggregate votes cast for or against, as well as the abstentions and broker non-votes, were as follows:

For	Against	Abstentions	Broker Non-Votes
38,827,308	1,346,880	193,542	1,557,891

Proposal 3

The Audit Committee's appointment of KPMG LLP as our independent registered public accounting firm for the year ending December 31, 2012 was ratified, and the aggregate votes cast for or against and the abstentions were as follows:

For	Against	Abstentions
41,641,541	278,494	5,586

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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.

Insight Enterprises, Inc.

May 17, 2012

By: *Steven R. Andrews*

Name: Steven R. Andrews

Title: General Counsel and Secretary