

REPUBLIC BANCORP INC /KY/
Form 8-K
April 27, 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): April 23, 2015

REPUBLIC BANCORP, INC.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|---|
| <u>Kentucky</u> | <u>0-24649</u> | <u>61-0862051</u> |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

601 West Market Street, Louisville, Kentucky 40202
(Address of principal executive offices) (Zip code)
Registrant's telephone number, including area code: (502) 584-3600

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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Item 5.07 Submission of Matters to a Vote of Security Holders.

Republic Bancorp, Inc. held its Annual Meeting of Shareholders on Thursday, April 23, 2015 (“Annual Meeting”). The following matters were voted upon:

- (1) The election of Directors;
- (2) The approval of the 2015 Stock Incentive Plan;
- (3) An advisory approval of the compensation of the Named Executive Officers;
- (4) The ratification of Crowe Horwath LLP as the independent registered public accountants for the year ending December 31, 2015; and

The final number of votes cast with respect to each matter is set out below:

- (1) The election of Directors:

| <u>Nominee</u> | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non Votes</u> |
|----------------------|------------------|-----------------------|-----------------------------|
| Steven E. Trager | 34,514,488 | 549,743 | 2,406,161 |
| A. Scott Trager | 34,728,049 | 336,181 | 2,406,161 |
| R. Wayne Stratton | 34,820,016 | 244,215 | 2,406,161 |
| Michael T. Rust | 34,613,450 | 450,781 | 2,406,161 |
| Sandra Metts Snowden | 34,539,109 | 525,121 | 2,406,161 |
| Susan Stout Tamme | 34,601,246 | 462,984 | 2,406,161 |
| Craig A. Greenberg | 32,467,238 | 2,596,993 | 2,406,161 |

- (2) The approval of the 2015 Stock Incentive Plan:

| | |
|-----------------|------------|
| For | 33,044,554 |
| Against | 1,939,854 |
| Abstain | 79,822 |
| Broker Non Vote | 2,406,161 |

- (3) An advisory approval of the compensation of the Named Executive Officers:

| | |
|-----------------|------------|
| For | 34,831,858 |
| Against | 128,932 |
| Abstain | 103,440 |
| Broker Non Vote | 2,406,161 |

- (4) The ratification of Crowe Horwath LLP as the independent registered public accountants for the year ending December 31, 2015:

| | |
|-----------------|------------|
| For | 37,064,299 |
| Against | 377,166 |
| Abstain | 28,927 |
| Broker Non Vote | - |

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.

Republic Bancorp, Inc.

(Registrant)

Date: April 27, 2015 By: /s/ Kevin Sipes
Kevin Sipes
Executive Vice President,
Chief Financial
Officer & Chief
Accounting Officer