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

On May 22, 2014, Katy Industries, Inc. (the “Company”) held its annual meeting of stockholders (the “Annual Meeting”) at which the Company’s stockholders approved two proposals. The proposals are described in detail in the Company’s Proxy Statement for the Annual Meeting.

Proposal 1

The Company’s stockholders elected three individuals to the Board of Directors as set forth below:

<u>Name</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Daniel B. Carroll	5,881,161	14,767	1,453,006
Pamela Carroll Crigler	5,881,761	14,167	1,453,006
Daivd J. Feldman	4,699,951	1,195,977	1,453,006

Proposal 2

The Company’s stockholders ratified the appointment of UHY LLP as the Company’s independent registered public accounting firm for 2014, as set forth below:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>
7,348,321	313	300

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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.

KATY INDUSTRIES, INC.  
(Registrant)

By: /s/ James W. Shaffer  
James W. Shaffer  
Vice President, Treasurer and Chief Financial Officer

Date: May 28, 2014

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