

DUCOMMUN INC /DE/  
Form 8-K  
May 09, 2014

**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 7, 2014**

**DUCOMMUN INCORPORATED**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-08174**  
**(Commission**

**File Number)**

**95-0693330**  
**(IRS Employer**

**Identification No.)**

**23301 Wilmington Avenue, Carson, California**  
**(Address of principal executive offices)**

**90745-6209**  
**(Zip Code)**

**Registrant's telephone number, including area code (310) 513-7200**

**N/A**

**(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))

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

The 2014 Annual Meeting of Shareholders of the Company was held on May 7, 2014. At the meeting, the shareholders approved (1) the election of Richard A. Baldrige, Joseph C. Berenato and Robert D. Paulson as directors to serve for three-year terms ending in 2017, (2) an advisory resolution on named executive compensation, and (3) the ratification of the selection of PricewaterhouseCoopers LLP as the Company's independent accountants for the fiscal year ending December 31, 2014. The shareholder vote on these matters was as follows:

	For	Withheld	
Election of Richard A. Baldrige as director for a three-year term expiring in 2017	7,536,058	375,673	
Election of Joseph C. Berenato as director for a three-year term expiring in 2017	6,862,244	1,049,487	
Election of Robert D. Paulson as director for a three-year term expiring in 2017	6,928,896	982,835	
	For	Against	Abstain
Advisory resolution on named executive compensation	6,870,235	748,846	292,650
	For	Against	Abstain
Ratification of the selection of PricewaterhouseCoopers LLP as the Company's independent accountants	9,774,426	32,494	17,704

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.

DUCOMMUN INCORPORATED

(Registrant)

Date: May 9, 2014

By: /s/ James S. Heiser  
James S. Heiser  
Vice President and General Counsel