

HUBBELL INC
Form 8-K
May 08, 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 6, 2014

Hubbell Incorporated

(Exact name of registrant as specified in its charter)

Connecticut

1-2958

06-0397030

(State or other jurisdiction
of incorporation)

(Commission
File Number)

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

40 Waterview Drive, Shelton, Connecticut

06484

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

475 882 4000

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))

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

The Annual Meeting of Shareholders of Hubbell Incorporated (the Company) was held on May 6, 2014. The following are the voting results on the three proposals considered and voted upon at the meeting, all of which were described in the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission on March 19, 2014.

PROPOSAL 1 Election of directors to serve until the annual meeting of shareholders of the Company in 2015 and until their respective successors have been duly elected and qualified:

| NOMINEE | AFFIRMATIVE VOTES | WITHHELD VOTES | BROKER NON-VOTES |
|----------------------|----------------------|-------------------|---------------------|
| Carlos M. Cardoso | 149,549,441 | 1,298,141 | 17,746,603 |
| Lynn J. Good | 150,040,975 | 806,607 | 17,746,603 |
| Anthony J. Guzzi | 149,990,060 | 857,522 | 17,746,603 |
| Neal J. Keating | 150,229,785 | 617,797 | 17,746,603 |
| John F. Malloy | 150,228,093 | 619,489 | 17,746,603 |
| Andrew McNally IV | 145,774,788 | 5,072,794 | 17,746,603 |
| David. G. Nord | 150,206,040 | 641,542 | 17,746,603 |
| G. Jackson Ratcliffe | 150,095,214 | 752,368 | 17,746,603 |
| Carlos A. Rodriguez | 150,223,103 | 624,479 | 17,746,603 |
| John G. Russell | 149,757,910 | 1,089,672 | 17,746,603 |
| Steven R. Shawley | 150,672,314 | 175,268 | 17,746,603 |
| Richard J. Swift | 144,524,029 | 6,323,553 | 17,746,603 |

PROPOSAL 2 The ratification of the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year 2014:

| AFFIRMATIVE VOTES | NEGATIVE VOTES | ABSTAINED VOTES |
|-------------------|----------------|-----------------|
| 167,894,988 | 470,889 | 228,308 |

PROPOSAL 3 Approval, on an advisory, non-binding basis, of the compensation of the named executive officers presented in the Company's Definitive Proxy Statement for the Annual Meeting of Shareholders held on May 6, 2014.

| AFFIRMATIVE VOTES | NEGATIVE VOTES | ABSTAINED VOTES |
|-------------------|----------------|-----------------|
| 148,403,883 | 1,457,456 | 986,243 |

Pursuant to the foregoing votes, the twelve nominees listed above were elected to serve on the Company's Board of Directors, and Proposals 2 and 3 were approved.

Item 8.01 Other Events

On May 6, 2014, the Board of Directors of Hubbell Incorporated elected David G. Nord as Chairman of the Board. Mr. Nord has served as the Company's President and Chief Executive Officer since January 1, 2013.

Top of the Form

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.

Hubbell Incorporated

May 8, 2014

By: /s/ Megan C. Preneta

Name: Megan C. Preneta

Title: Corporate Secretary and Assistant General Counsel