

FIRST COMMONWEALTH FINANCIAL CORP /PA/
Form 8-K
May 02, 2016

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 26, 2016

First Commonwealth Financial Corporation
(Exact name of registrant as specified in its charter)

Pennsylvania 001-11138 25-1428528
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer
Identification No.)

601 Philadelphia Street, Indiana, PA 15701
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (724) 349-7220

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.

On April 26, 2016, First Commonwealth Financial Corporation (the “Company”) held its annual meeting of shareholders. At the annual meeting, shareholders of the Company: (1) elected James G. Barone, Julie A. Caponi, Ray T. Charley, Gary R. Claus, David S. Dahlmann, Johnston A. Glass, Jon L. Gorney, David W. Greenfield, Luke A. Latimer, T. Michael Price, Laurie S. Singer and Robert J. Ventura to the Board of Directors for terms expiring in 2017; (2) approved the ratification of the selection of KPMG LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2016; and (3) approved the advisory vote on the compensation of the Company’s named executive officers. The final voting results for each of the matters submitted to a vote of security holders during the annual meeting are set forth below.

1. Election of Directors For	Withheld	Abstain	Broker Non-Vote
James G. Barone	61,280,787	1,604,340	11,088,711
Julie A. Caponi	61,303,742	1,581,385	11,088,711
Ray T. Charley	61,222,691	1,662,436	11,088,711
Gary R. Claus	61,308,752	1,576,375	11,088,711
David S. Dahlmann	61,413,610	1,471,517	11,088,711
Johnston A. Glass	61,589,667	1,295,460	11,088,711
Jon L. Gorney	61,311,649	1,573,478	11,088,711
David W. Greenfield	61,133,265	1,751,862	11,088,711
Luke A. Latimer	61,133,126	1,752,001	11,088,711
T. Michael Price	61,399,653	1,485,474	11,088,711
Laurie S. Singer	61,041,756	1,843,371	11,088,711
Robert J. Ventura	61,257,951	1,627,176	11,088,711

	For	Against	Abstain
2. Ratification of KPMG LLP as independent registered public accountants	72,633,754	1,000,613	339,471

	For	Against	Abstain	Broker Non-Vote
3. Approval of the advisory vote on executive compensation	60,086,414	2,172,488	626,225	11,088,711

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.

Dated: May 2, 2016

FIRST COMMONWEALTH FINANCIAL CORPORATION

By: /s/ James R. Reske

Name: James R. Reske

Title: Executive Vice President, Chief
Financial Officer and Treasurer