

UNIT CORP
Form 8-K
May 06, 2013

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 1, 2013

Unit Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-9260
(Commission File
Number)

73-1283193
(I.R.S. Employer
Identification No.)

7130 South Lewis, Suite 1000, Tulsa, Oklahoma
(Address of principal executive offices)

74,136
(Zip Code)

Registrant's telephone number, including area code: (918) 493-7700

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))

Section 5 – Corporate Governance and Management.

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

Annual Meeting of Shareholders. We held our 2013 annual meeting of stockholders on May 1, 2013. For more information on the following proposals, which were the subject of stockholder action at that meeting, please see the 2013 Proxy Statement. The voting results for each of the proposals acted on at the meeting are as follows:

Messrs. William B. Morgan and Larry D. Pinkston, the two Class II director nominees presented by our board for (1) stockholder vote at the meeting, were elected for a three-year term expiring in 2016, or until their successors are duly elected and qualified. The results of the vote were as follows:

DIRECTOR	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
William B. Morgan	41,754,816	1,908,009	—	1,813,884
Larry D. Pinkston	41,825,367	1,837,458	—	1,813,884

Mr. John H. Williams, originally designated as a third Class II director nominee standing for election at the 2013 meeting, passed away on May 1, 2013. Our board chose not to submit a substitute nominee for Mr. Williams' Class II director position, and that position is vacant.

(2) The stockholders approved the following non-binding resolution pertaining to our executive compensation:

RESOLVED, that the Company's stockholders approve, on an advisory basis, the compensation of the NEOs, as disclosed in the Company's Proxy Statement for the 2013 Annual Meeting of Stockholders under the compensation disclosure rules of the SEC, including the Compensation Discussion and Analysis, the 2012 Summary Compensation Table, and the other related tables and disclosure.

The results of the vote were as follows:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
42,029,889	1,548,971	83,963	1,813,886

(3) The stockholders ratified the appointment of PricewaterhouseCoopers LLP as our independent auditors for 2013. The results of the vote were as follows:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTE
45,140,387	302,515	33,807	—

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.

Unit Corporation

Date: May 6, 2013

By: /s/ Mark E. Schell
Mark E. Schell
Senior Vice President
and General Counsel