

Meritage Homes CORP
Form 8-K
May 17, 2018

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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 17, 2018

MERITAGE HOMES CORPORATION
(Exact Name of Registrant as Specified in Charter)

Mar-977 86-0611231
(State
or (IRS
Other Commission File Employer
Identification
Number) of No.)
Incorporation)

8800 E. Raintree
Drive, Suite 300,
Scottsdale, Arizona 85260
(Address of Principal
Executive Offices) (Zip
Code)

(480) 515-8100
(Registrant's telephone
number, including area
code)

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
(see General Instruction
A.2. below):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities and Exchange Act of 1934 (§240.12b-2 of this chapter).
Emerging growth company o

If an emerging growth company, indicate by check mark if the registrant

has elected
not to use the
extended
transition
period for
complying
with any new
or revised
financial
accounting
standards
pursuant to
Section 13 (a)
of the
Exchange Act.
o

ITEM DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS;
5.02 APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN OFFICERS

As indicated below, at the 2018 Annual Meeting of the Stockholders, the Company's Stockholders approved the Company's 2018 Stock Incentive Plan authorizing 1,250,000 shares for issuance.

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

On May 17, 2018, Meritage Homes Corporation held its Annual Meeting of Stockholders at 8:30 am local time at the Company's corporate office at 8800 E. Raintree Drive, Suite 300, Scottsdale, Arizona, 85260. The following matters were voted upon at the meeting:

Proposal No. 1

The Company's stockholders elected five individuals to the Board of Directors as Class I Directors as set forth in the table below.

| Name | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-----------------------|------------|---------------|-------------|------------------|
| Raymond Oppel | 31,853,533 | 2,059,814 | 732,880 | 1,646,303 |
| Steven J. Hilton | 32,685,975 | 1,227,602 | 732,650 | 1,646,303 |
| Richard T. Burke, Sr. | 32,825,139 | 1,088,239 | 732,850 | 1,646,302 |
| Dana C. Bradford | 33,694,244 | 219,138 | 732,845 | 1,646,303 |
| Deb Henretta | 32,278,275 | 1,634,927 | 733,026 | 1,646,302 |

Proposal No. 2

The Company's stockholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered accounting firm for the 2018 fiscal year by the votes set forth in the table below.

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 35,243,072 | 1,042,920 | 6,538 |

Proposal No. 3

The Company's stockholders approved, on an advisory basis, the compensation of the Company's named executive officers by the votes set forth in the table below.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 34,148,337 | 458,285 | 39,605 | 1,646,303 |

Proposal No. 4

The Company's stockholders approved the adoption of the Company's 2018 Stock Incentive Plan by the votes set forth in the table below.

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 32,331,386 | 2,295,894 | 18,947 | 1,646,303 |

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 17, 2018

MERITAGE HOMES CORPORATION

/s/ Hilla Sferruzza

By: Hilla Sferruzza

Executive Vice President and Chief Financial Officer
(Principal Accounting Officer)