

MEDNAX, INC.  
Form 8-K  
May 08, 2015

**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, 2015**

**MEDNAX, INC.**

**(Exact Name of Registrant as Specified in Its Charter)**

**Florida**  
**(State or Other Jurisdiction of**  
**Incorporation)**

**001-12111**  
**(Commission File**  
**Number)**  
**1301 Concord Terrace**  
**Sunrise, Florida 33323**

**26-3667538**  
**(IRS Employer Identification No.)**

**(Address of principal executive office) (zip code)**

**Registrant's telephone number, including area code (954) 384-0175**

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)

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- “ 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.**

On May 7, 2015, MEDNAX, Inc., a Florida corporation (the Company), held its 2015 Annual Shareholders Meeting (the Annual Meeting). Of the 96,003,021 shares of common stock outstanding and entitled to vote, 83,518,676 shares were represented, constituting a quorum. The final results for each of the matters submitted to a vote of shareholders at the Annual Meeting are as follows:

*Proposal 1:* All of the Board's nominees for Director were elected to serve until the Company's 2016 Annual Shareholders Meeting or until their respective successors are elected and qualified, by the votes set forth in the table below:

<b>Name</b>	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Vote</b>
Cesar L. Alvarez	61,166,462	18,346,893	4,005,321
Karey D. Barker	79,207,224	306,131	4,005,321
Waldemar A. Carlo, M.D.	75,501,241	4,012,114	4,005,321
Michael B. Fernandez	75,197,368	4,315,987	4,005,321
Paul G. Gabos	77,526,679	1,986,676	4,005,321
Pascal J. Goldschmidt, M.D.	78,804,611	708,744	4,005,321
Manuel Kadre	78,975,679	537,676	4,005,321
Roger J. Medel, M.D.	77,803,250	1,710,105	4,005,321
Donna E. Shalala, Ph.D.	79,455,071	58,284	4,005,321
Enrique J. Sosa, Ph.D.	77,323,127	2,190,228	4,005,321

*Proposal 2:* The appointment of PricewaterhouseCoopers LLP as the Company's independent registered certified public accounting firm for the 2015 fiscal year was ratified by the shareholders, by the votes set forth in the table below:

	<b>Broker</b>			
	<b>For</b>	<b>Against</b>	<b>Abstained</b>	<b>Non-Vote</b>
	80,973,713	2,520,597	24,366	0

*Proposal 3:* The shareholders approved, on a non-binding, advisory basis, the compensation of the Company's named executive officers, by the votes set forth in the table below:

	<b>Broker</b>			
	<b>For</b>	<b>Against</b>	<b>Abstained</b>	<b>Non-Vote</b>
	72,989,522	6,492,301	31,532	4,005,321

**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.

**MEDNAX, INC.**

Date: May 8, 2015

By: /s/ Vivian Lopez-Blanco  
Vivian Lopez-Blanco  
Chief Financial Officer