

QUANTA SERVICES INC  
Form 8-K  
June 01, 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):**

**June 1, 2016 (May 26, 2016)**

**QUANTA SERVICES, INC.**

*(Exact name of registrant as specified in its charter)*

**Delaware**

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*(State or other jurisdiction of incorporation)*

**001-13831**

*(Commission File No.)*

**74-2851603**

*(IRS Employer Identification No.)*

**2800 Post Oak Boulevard, Suite 2600**

**Houston, Texas 77056**

*(Address of principal executive offices, including ZIP code)*

**(713) 629-7600**

*(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):

- .. 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))

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

(a) On May 26, 2016, Quanta Services, Inc. (the Company or Quanta ) held its 2016 Annual Meeting of Stockholders.

(b) The following table presents the final voting results for the items that were presented for stockholder approval. Unless otherwise indicated, all results presented below reflect the voting power of the Common Stock, Series F Preferred Stock and Series G Preferred Stock, voting together as a single class.

|   | For         | Against   | Abstain   | Broker<br>Non-Votes |
|---|-------------|-----------|-----------|---------------------|
| <b>(1) Election of Directors</b>  |             |           |           |                     |
| Earl C. Austin, Jr.   | 112,068,490 | 1,342,439 | 46,600    | 16,843,880          |
| Doyle N. Beneby   | 111,100,457 | 2,311,894 | 45,178    | 16,843,880          |
| J. Michal Conaway   | 111,456,059 | 1,954,248 | 47,222    | 16,843,880          |
| Vincent D. Foster   | 104,327,547 | 9,082,660 | 47,322    | 16,843,880          |
| Bernard Fried   | 111,183,101 | 2,227,556 | 46,872    | 16,843,880          |
| Worthing F. Jackman   | 111,116,416 | 2,295,985 | 45,128    | 16,843,880          |
| David M. McClanahan   | 111,614,260 | 1,796,519 | 46,750    | 16,843,880          |
| Bruce Ranck   | 111,336,464 | 2,073,803 | 47,262    | 16,843,880          |
| Margaret B. Shannon   | 110,971,459 | 2,442,828 | 43,242    | 16,843,880          |
| Pat Wood, III   | 109,786,806 | 3,622,528 | 48,195    | 16,843,880          |
| <b>(2) Ratification of the appointment of PricewaterhouseCoopers LLP as Quanta s independent registered public accounting firm for fiscal year 2016</b>   |             |           |           |                     |
|   | 124,157,836 | 2,144,947 | 48,697    |                     |
| <b>(3) Approval, by non-binding advisory vote, of Quanta s executive compensation</b>   |             |           |           |                     |
|   | 100,540,042 | 8,679,283 | 288,275   | 16,843,880          |
| <b>(4) Approval of the amendment to the Quanta Services, Inc. 2011 Omnibus Equity Incentive Plan (Omnibus Plan) establishing an annual limit on non-employee director compensation and reapproval of the performance goals under the Omnibus Plan</b> |             |           |           |                     |
|   | 101,468,264 | 6,382,676 | 1,656,660 | 16,843,880          |

Based on the voting as reported above, the ten director nominees named above were elected as directors of the Company. In addition, the Company s stockholders ratified the appointment of PricewaterhouseCoopers LLP as the Company s independent registered public accounting firm for 2016; approved, by non-binding advisory vote, the compensation of the Company s named executive officers; and approved the amendment to the Omnibus Plan establishing an annual limit on non-employee director compensation and reapproved the performance goals under the Omnibus Plan.

**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: June 1, 2016

QUANTA SERVICES, INC.

By: /s/ Steven J. Kemp

Name: Steven J. Kemp

Title: Executive Vice President and General Counsel