

FreightCar America, Inc.
Form 8-K
May 23, 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 17, 2013

FREIGHTCAR AMERICA, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

000-51237
(Commission

File Number)

25-1837219
(IRS Employer

Identification Number)

Edgar Filing: FreightCar America, Inc. - Form 8-K

Two North Riverside Plaza, Suite 1300

Chicago, Illinois
(Address of principal executive offices)

(800) 458-2235

60606
(Zip Code)

(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:

- 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.

The Company held its Annual Meeting of Stockholders on May 17, 2013. Set forth below are the voting results for each of the matters submitted to a vote of the stockholders.

1. Election of Directors

| | For | Withheld | Abstain | Broker Non-Votes |
|-------------------|------------|-----------------|----------------|-------------------------|
| William D. Gehl | 9,675,027 | 242,701 | | 1,224,306 |
| Andrew B. Schmitt | 9,703,143 | 214,585 | | 1,224,306 |
| Edward J. Whalen | 9,702,388 | 215,340 | | 1,224,306 |

2. Advisory Vote on Executive Compensation

| | |
|------------------|-----------|
| For | 9,771,191 |
| Against | 133,569 |
| Abstain | 12,968 |
| Broker Non-Votes | 1,224,306 |

3. Approval of Amendment and Restatement of the FreightCar America, Inc. 2005 Long Term Incentive Plan

| | |
|------------------|-----------|
| For | 8,703,049 |
| Against | 1,203,817 |
| Abstain | 10,862 |
| Broker Non-Votes | 1,224,306 |

4. Ratification of Appointment of Independent Registered Public Accounting Firm

| | |
|---------|------------|
| For | 11,117,199 |
| Against | 15,242 |
| Abstain | 9,593 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FreightCar America, Inc.

Date: May 22, 2013

By: /s/ Kathleen M. Boege

Name: Kathleen M. Boege

Title: General Counsel and Corporate Secretary