

NV5 Holdings, Inc.

Form 8-K

June 12, 2014

**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 7, 2014**

**NV5 Holdings, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**001-35849**

(Commission

File  
Number)

**45-3458017**

(IRS Employer Identification No.)

**200 South Park Road, Suite 350**

**Hollywood, Florida**

(Address of principal executive offices)

**33021**

(Zip Code)

Registrant's telephone number, including area code: **(954) 495-2112**

**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 follow provisions:

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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))

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

On June 7, 2014, we held our annual meeting of stockholders (the “Annual Meeting”) to consider and vote upon the following proposals: (1) to elect five directors, each to serve until our next annual meeting and until their respective successors are elected and qualified, and (2) to ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for our fiscal year ending December 31, 2014.

Set forth below are the final voting results for each proposal submitted to a vote of the stockholders at the Annual Meeting. For more information on the following proposals, see our definitive proxy statement filed with the Securities and Exchange Commission on April 25, 2014.

Proposal 1: Elect five directors to hold office until our next annual meeting and until their respective successors are elected and qualified:

	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
Dickerson Wright	3,283,014	200	1,391,203
Donald C. Alford	3,282,787	427	1,391,203
Jeffrey A. Liss	3,283,014	200	1,391,203
William D. Pruitt	3,282,787	427	1,391,203
Gerald J. Salontai	3,283,014	200	1,391,203

Proposal 2: Ratify the appointment of Grant Thornton LLP as our independent registered public accounting firm for our fiscal year ended December 31, 2014:

For	4,506,692
Against	500
Abstain	167,225
Broker Non-Votes	-



**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.

Date: June 12, 2014

**NV5 HOLDINGS, INC.**

By: /s/ Michael P. Rama  
Name: Michael P. Rama  
Title: Vice President and Chief Financial Officer