

HCI Group, Inc.
Form 8-K
May 27, 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 and Exchange Act of 1934

Date of Report (or Date of Earliest Event Reported): May 22, 2014

HCI Group, Inc.

(Exact Name of Registrant as Specified in Its Charter)

| | | |
|---|--|---|
| Florida (State or Other Jurisdiction of Incorporation or Organization) | 001-34126 (Commission File Number) | 20-5961396 (I.R.S. Employer Identification Number) |
|---|--|---|

5300 West Cypress Street, Suite 100

Tampa, Florida 33607

(Address of Principal Executive Offices)

(813) 849-9500

(Telephone Number, Including Area Code)

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)

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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))

Section 5 Corporate Governance and Management
Item 5.07 Submission of Matters to a Vote of Security Holders.

We held our 2014 Annual Meeting of Shareholders on May 22, 2014. Two matters were voted upon at the meeting: (1) the election of three Class C directors; and (2) the ratification of the appointment of Dixon Hughes Goodman LLP as our independent registered public accounting firm for the year ending December 31, 2014.

Wayne Burks, Sanjay Madhu and Anthony Saravanos were elected to the board of directors at the meeting. The number of votes cast for and the number of votes withheld as to each director nominee appear below. The total number of broker non-votes in this matter was 3,445,627.

| Director Nominee | For | Withheld |
|-------------------------|------------|-----------------|
| Wayne Burks | 3,432,613 | 2,529,947 |
| Sanjay Madhu | 3,474,852 | 2,487,708 |
| Anthony Saravanos | 3,521,061 | 2,441,499 |

The number of votes cast for, against and abstaining and the number of broker non-votes in the second matter voted upon appear below.

| | For | Against | Abstain | Broker Non- Votes |
|---|------------|----------------|----------------|----------------------------------|
| Ratification of the appointment of Dixon Hughes Goodman LLP as the company's independent registered public accounting firm for the year ending December 31, 2014. | 9,032,596 | 343,925 | 31,666 | |

SIGNATURE

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, thereunto duly authorized.

Dated: May 27, 2014.

HCI GROUP, INC.

BY: /s/ Richard R. Allen

Name: Richard R. Allen

Title: Chief Financial Officer

A signed original of this Form 8-K has been provided to HCI Group, Inc. and will be retained by HCI Group, Inc. and furnished to the Securities and Exchange Commission or its staff upon request.