

GateHouse Media, Inc.  
Form 8-K  
May 29, 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 29, 2013 (May 23, 2013)**

**GateHouse Media, Inc.**

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

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-33091**  
**(Commission**

**File Number)**

**36-4197635**  
**(IRS Employer**

**Identification No.)**

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**350 Willow Brook Office Park, Fairport, New York**

(Address of principal executive offices)

**Registrant's telephone number, including area code: (585) 598-0030**

**14450**

(Zip 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.**

At the Annual Meeting of Stockholders held on May 23, 2013, the stockholders of GateHouse Media, Inc. (the "Company") voted on the matters described below.

- The Company's stockholders ratified the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 29, 2013. The results of the vote taken were as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>
47,904,948	1,208,159	528,219

- The Company's stockholders voted, on an advisory basis, on the Company's executive compensation. The results of the vote taken were as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes*</b>
35,174,326	1,315,464	69,548	13,081,988

- The Company's stockholders voted, on an advisory basis, on the frequency of future advisory votes on executive compensation. The Company's stockholders voted on whether future advisory votes on executive compensation will occur every one, two or three years. The results of the vote were as follows:

<b>Every 1 Year</b>	<b>Every 2 Years</b>	<b>Every 3 Years</b>	<b>Abstentions</b>	<b>Broker Non-Votes*</b>
14,402,939	43,805	22,085,766	27,729	13,081,087

In accordance with the frequency receiving the majority of votes cast, the Company's Board of Directors has determined that the frequency of future advisory votes on executive compensation will occur every three years.

- \* Broker non-votes represent shares held by broker nominees for beneficial owners that were not voted with respect to a non-routine proposal because the broker nominee did not receive voting instructions from the beneficial owner and lacked discretionary authority to vote the shares. If a broker does not receive voting instructions from the beneficial owner, a broker may vote on routine matters but may not vote on non-routine matters. Broker non-votes are counted for the purpose of determining the presence of a quorum but are not counted for the purpose of determining the number of shares entitled to vote on non-routine matters such as the advisory vote on executive compensation or the frequency of the advisory vote on executive compensation.

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.

GATEHOUSE MEDIA, INC.

/s/ Michael E. Reed  
Michael E. Reed  
Chief Executive Officer

Date: May 29, 2013