

PATTERSON UTI ENERGY INC
Form 8-K
June 09, 2011

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 8, 2011

Patterson-UTI Energy, Inc.

(Exact name of registrant as specified in its charter)

Delaware

0-22664

75-2504748

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

450 Gears Road, Suite 500, Houston, Texas

77067

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

281-765-7100

Not Applicable

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))

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

The Annual Meeting of Stockholders of Patterson-UTI Energy, Inc. (the Company) was held on June 8, 2011. Of the 154,246,395 shares of the Company's Common Stock outstanding and entitled to vote at the meeting, 138,864,149 shares were present either in person or by proxy.

The following describes the matters considered by the Company's stockholders at the Annual Meeting, as well as the votes cast at the meeting:

1. To elect seven directors to the Company's Board of Directors to serve until the next annual meeting of the stockholders or until their respective successors are elected and qualified.

| Nominee | Votes For | Votes Withheld | Broker Non-Votes |
|--------------------|------------------|-----------------------|-------------------------|
| Mark S. Siegel | 119,158,345 | 5,599,237 | 14,106,567 |
| Kenneth N. Berns | 119,219,240 | 5,538,342 | 14,106,567 |
| Charles O. Buckner | 119,366,131 | 5,391,451 | 14,106,567 |
| Curtis W. Huff | 119,156,501 | 5,601,081 | 14,106,567 |
| Terry H. Hunt | 120,034,093 | 4,723,489 | 14,106,567 |
| Kenneth R. Peak | 115,196,347 | 9,561,235 | 14,106,567 |
| Cloyce A. Talbott | 111,576,807 | 13,180,775 | 14,106,567 |

2. To consider and vote upon approval of the material terms of the performance goals that may apply to performance-based awards under the Company's Long-Term Incentive Plan.

| Votes For | Votes Against | Abstentions | Broker Non-votes |
|------------------|----------------------|--------------------|-------------------------|
| 119,847,051 | 3,896,416 | 1,014,115 | 14,106,567 |

3. To cast an advisory vote to approve the compensation of the executives disclosed in the Company's proxy statement for the Annual Meeting.

| Votes For | Votes Against | Abstentions | Broker Non-votes |
|------------------|----------------------|--------------------|-------------------------|
| 100,200,242 | 23,437,323 | 1,120,017 | 14,106,567 |

4. To cast an advisory vote on the frequency of future advisory votes on executive compensation.

| Every Year | Every Two Years | Every Three Years | Abstentions | Broker Non-votes |
|-------------------|------------------------|--------------------------|--------------------|-------------------------|
| 108,898,173 | 2,259,763 | 12,393,288 | 1,206,358 | 14,106,567 |

5. Ratification of the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2011.

| Votes For | Votes Against | Abstentions | Broker Non-votes |
|------------------|----------------------|--------------------|-------------------------|
| 138,050,067 | 782,469 | 31,613 | 0 |

Disclosure Regarding Frequency of Stockholder Advisory Vote on Executive Compensation

In accordance with the results of the advisory vote, the Company intends to hold future advisory votes annually on the compensation of executive officers in its proxy materials until the next required vote on the frequency of stockholder votes on the compensation of executive officers.

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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.

Patterson-UTI Energy, Inc.

June 9, 2011

By: */s/ John E. Vollmer III*

*Name: John E. Vollmer III
Title: Senior Vice President - Corporate Development, Chief
Financial Officer and Treasurer*