

CONSOLIDATED TOMOKA LAND CO
Form 8-K
April 25, 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): April 24, 2013

Consolidated-Tomoka Land Co.

(Exact name of registrant as specified in its charter)

Florida
(State or other jurisdiction
of incorporation)

001-11350
(Commission File Number)

59-0483700
(IRS Employer Identification
No.)

1530 Cornerstone Boulevard, Suite 100
Daytona Beach, Florida
(Address of principal executive offices)

32117
(Zip Code)

Registrant's telephone number, including area code: (386) 274-2202

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))

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

The 2013 Annual Meeting of Shareholders (the “2013 Annual Meeting”) of Consolidated-Tomoka Land Co. (the “Company”) was held on April 24, 2013 at LPGA International in Daytona Beach, Florida. At the 2013 Annual Meeting, the Company’s shareholders: (i) elected John J. Allen, William L. Olivari, A. Chester Skinner, III, and Thomas P. Warlow, III, to serve as directors of the Company until the 2014 Annual Meeting of Shareholders; (ii) ratified the appointment of Grant Thornton LLP as the Company’s independent registered public accounting firm for fiscal year 2013; (iii) approved amendments to the Company’s 2010 Equity Incentive Plan; and (iv) approved the compensation of the Company’s named executive officers.

The proposals below are described in detail in the Company’s definitive proxy statement dated March 22, 2013. The voting results for each proposal were as follows:

Proposal 1: Election of four directors to hold office until the 2014 Annual Meeting of Stockholders:

| | For | Against | Abstain | Broker Non-Vote |
|-------------------------|-----------|---------|---------|--------------------|
| John J. Allen | 4,431,938 | 53,641 | 3,863 | 887,498 |
| William L. Olivari | 4,327,200 | 158,379 | 3,863 | 887,498 |
| A. Chester Skinner, III | 4,308,907 | 176,037 | 4,498 | 887,498 |
| Thomas P. Warlow, III | 4,424,060 | 61,862 | 3,520 | 887,498 |

Proposal 2: Ratification of the appointment of Grant Thornton LLP as the Company’s independent registered public accounting firm for fiscal year 2013:

| For | Against | Abstain |
|-----------|---------|---------|
| 5,343,148 | 17,818 | 15,974 |

Proposal 3: Amendment to the Company’s 2010 Equity Incentive Plan:

| For | Against | Abstain | Broker Non-Vote |
|-----------|---------|---------|--------------------|
| 4,411,598 | 66,128 | 11,716 | 887,498 |

Proposal 4: Advisory vote to approve executive compensation:

| For | Against | Abstain | Broker Non-Vote |
|-----------|---------|---------|--------------------|
| 4,396,004 | 78,457 | 14,981 | 887,498 |

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: April 25, 2013

Consolidated-Tomoka Land Co.

By: /s/John P. Albright
John P. Albright, President and
Chief Executive Officer

Item 5.