

First Internet Bancorp  
Form 8-K  
May 19, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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 16, 2016  
First Internet Bancorp  
(Exact Name of  
Registrant as Specified  
in Its Charter)

Indiana  
(State or Other  
Jurisdiction of  
Incorporation)

001-357520-3489991  
(Commission  
File Number) (IRS  
Employer  
Identification  
No.)

11201  
USA  
Parkway 46037  
Fishers,  
Indiana  
(Address  
of  
Principal (Zip Code)  
Executive  
Offices)

(317) 532-7900  
(Registrant's  
Telephone Number,  
Including Area Code)

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(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))
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Item 5.07 Submission of Matters to a Vote of Security Holders

The Company held its annual meeting of shareholders on May 16, 2016. Shareholders took the following actions: elected seven (7) directors for one-year terms ending at the 2017 annual meeting of shareholders (Proposal 1); approved, on an advisory basis, the compensation of the Company's named executive officers as disclosed in the Company's proxy statement (Proposal 2); and ratified the Audit Committee's appointment of BKD, LLP as the Company's independent registered public accounting firm for 2016 (Proposal 3).

The vote tabulation for each proposal follows:

Proposal 1 – Election of Directors

Nominee	For	Withheld	Broker Non-Votes
David B. Becker	2,214,009	71,817	1,554,896
John K. Keach, Jr.	2,247,967	37,859	1,554,896
David R. Lovejoy	2,211,138	74,688	1,554,896
Ann D. Murtlow	2,248,074	37,752	1,554,896
Ralph R. Whitney, Jr.	2,211,712	74,114	1,554,896
Jerry Williams	2,213,224	72,602	1,554,896
Jean L. Wojtowicz	2,212,497	73,329	1,554,896

Proposal 2 – Advisory Vote to Approve Executive Compensation

For	Against	Abstained	Broker Non-Votes
2,151,792	95,328	38,706	1,554,896

Proposal 3 – Ratification of Appointment of Independent Registered Public Accounting Firm

For	Against	Abstained
3,780,446	39,755	20,521

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: May 19, 2016

FIRST  
INTERNET  
BANCORP

By: /s/ Kenneth J.  
Lovik  
Kenneth J.  
Lovik, Senior  
Vice President  
& Chief  
Financial  
Officer