

TMS International Corp.  
Form 8-K  
June 06, 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): June 5, 2013**

**TMS INTERNATIONAL CORP.**

(Exact name of registrant as specified in its charter)

**001-35128**  
(Commission

File Number)

**Delaware**  
(State or other jurisdiction of

incorporation or organization)

**20-5899976**  
(I.R.S. Employer

Identification No.)

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12 Monongahela Avenue

P.O. Box 2000

Glassport, PA 15045

(412) 678-6141

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

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 Instructions 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 240.14-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13-4(c))

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

TMS International Corp. (the Company) held its 2013 Annual Meeting of Stockholders on June 5, 2013. Set forth below are the voting results for each of the four proposals submitted to a vote of the Company's stockholders:

**Proposal 1.** Election of Directors

Nominee	Votes For	Votes Withheld	Broker Non-Votes
John J. Connelly	255,095,443	766,214	1,298,935
Joseph Curtin	251,294,551	4,567,106	1,298,935
Timothy A. R. Duncanson	249,948,655	5,913,002	1,298,935
Raymond S. Kalouche	252,231,682	3,629,975	1,298,935
Collin Osborne	254,885,889	975,768	1,298,935
Herbert K. Parker	255,394,000	467,657	1,298,935
Manish K. Srivastava	249,948,705	5,912,952	1,298,935
Patrick W. Tolbert	251,183,196	4,678,461	1,298,935

**Proposal 2.** Vote to ratify Ernst & Young LLP as the Company's independent registered public accountants for the year ending December 31, 2013.

Votes For	Votes Against	Abstain	Broker Non-Votes
257,030,528	129,634	430	0

**Proposal 3.** Advisory vote to approve named executive officer compensation.

Votes For	Votes Against	Abstain	Broker Non-Votes
255,012,561	847,627	1,469	1,298,935

**Proposal 4.** Vote to approve an amendment to the TMS International Corp. Long Term Incentive Plan and to approve the performance goals under the Plan.

Votes For	Votes Against	Abstain	Broker Non-Votes
254,642,060	1,170,636	48,961	1,298,935

**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.

**TMS INTERNATIONAL CORP.**

**Date: June 6, 2013**

By: /s/ Leon Z. Heller  
Leon Z. Heller  
Executive Vice President, Secretary and General Counsel