DXP ENTERPRISES INC Form 8-K June 30, 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 30, 2011

Commission file number 0-21513

DXP Enterprises, Inc. (Exact name of registrant as specified in its charter)

	Texas	76-0509661			
	(State or other jurisdiction of	(I.R.S. Employer			
	incorporation or organization)	Identification Number)			
	7272 Pinemont, Houston, Texas 77040				
	(Address of principa	al executive offices)			
	Designant's talanhana ny				
	(713) 99	mber, including area code:			
	(713) 7.	70-4700			
-	oppropriate box below if the Form 8-K filing is in tunder any of the following provisions:	ntended to simultaneously satisfy the filing oblig	gation of		
] Written	communications pursuant to Rule 425 under the	Securities Act (17 CFR 230.425)			
] Solicitin	g material pursuant to Rule 14a-12 under the Ex	schange Act (17 CFR 240.14a-12)			
] Pre-com	mencement communications pursuant to Rule 1	4d-2(b) under the Exchange Act (17 CFR 240.1	4d-2(b))		
] Pre-com	mencement communications pursuant to Rule 1	3e-4(c) under the Exchange Act (17 CFR 240.1	3e-4(c))		
	ITEM 5 07 SUBMISSION OF MATTERS	TO A VOTE OF SECURITY HOLDERS			

An annual meeting of shareholders of DXP Enterprises, Inc. was held on June 30, 2011. At that meeting management's nominees were elected directors for the ensuing year. Of the 11,469,331 shares of Common Stock present in person or represented by proxy at the meeting, the number of shares of Common Stock voted for and the number of shares of Common Stock as to which authority to vote in the election was withheld were as follows with respect of the nominees:

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	Common Stock Shares/Votes Voted For	Common Stock Shares/Votes Withheld
David Little	11,093,395	375,936
Cletus Davis	10,985,932	483,399
Timothy P. Halter	10,998,726	470,605
Kenneth H. Miller	10,205,520	1,263,811

With respect to the number of shares of Common Stock that were voted for, voted against, and were withheld from voting for proposal #2 to approve amendment to reduce par value of Series B Preferred Stock and undesignated Preferred Stock and move the unissued shares of Series B Preferred Stock and Series A Preferred Stock to the status of undesignated Preferred Stock are set forth below:

For 6,637,140 Against 4,829,246 Abstain 2,945

With respect to the number of shares of Common Stock that were voted for, voted against, and were withheld from voting for proposal #3 to approve, as a non-binding advisory vote, executive compensation are set forth below:

For 11,292,383 Against 147,539 Abstain 29,409

With respect to the number of shares of Common Stock that were voted on and abstained from voting on proposal #4 - non-binding advisory vote on the frequency of future advisory votes on executive compensation are set forth below:

One	10,884,787
Year	
Two	91,476
Years	
Three	464,950
Years	
Abstain	28,118

Of the 15,000 shares (1,500 votes) of Series B Preferred Stock and Series A Preferred Stock present in person or represented by proxy at the meeting, the number of shares of Series B Preferred Stock and Series A Preferred Stock voted for and the number of shares of Series B Preferred Stock and Series A Preferred Stock as to which authority to vote in the election was withheld were as follows with respect of the nominees:

	Series B Preferred Stock and Series A Preferred Stock Shares/Votes Voted For	Series B Preferred Stock and Series A Preferred Stock Shares/Votes Withheld
David Little	1,500	-
Cletus Davis	1,500	-
Timothy P. Halter	1,500	-
Kenneth H. Miller	1,500	-

With respect to the number of shares of Series B Preferred Stock and Series A Preferred Stock that were voted for, voted against, and were withheld from voting for proposal #2 to approve amendment to reduce par value of Series B

Preferred Stock and undesignated Preferred Stock and move the unissued shares of Series B Preferred Stock and Series A Preferred Stock to the status of undesignated Preferred Stock are set forth below:

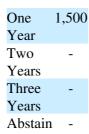
For 1,500 Against -Abstain -

With respect to the number of shares of Series B Preferred Stock and Series A Preferred Stock that were voted for, voted against, and were withheld from voting for proposal #3 to approve, as a non-binding advisory vote, executive compensation are set forth below:

For 1,500 Against -Abstain -

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With respect to the number of shares of Series B Preferred Stock and Series A Preferred Stock that were voted on and abstained from voting on proposal #4 - non-binding advisory vote on the frequency of future advisory votes on executive compensation are set forth below:



#### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DXP ENTERPRISES, INC.

June 30, 2011 By: /s/ MAC MCCONNELL

Mac McConnell

Senior Vice President and Chief Financial Officer

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