

UNIVERSAL STAINLESS & ALLOY PRODUCTS INC  
Form 8-K  
May 16, 2013

## 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): May 14, 2013

## Universal Stainless & Alloy Products, Inc.

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction

of incorporation)

600 Mayer Street,

000-25032  
(Commission

File Number)

25-1724540  
(IRS Employer

Identification No.)

15017

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**Bridgeville, Pennsylvania**  
(Address of principal executive offices)

(Zip code)

**Registrant's telephone number, including area code: (412) 257-7600**

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.):

- .. 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.**

On May 14, 2013, Universal Stainless & Alloy Products, Inc. (the Company) held its annual meeting of stockholders. Below are the voting results for each matter submitted for a vote of the Company's stockholders at the annual meeting:

1. Election of Directors:

NAME	BROKER		
	FOR	WITHHELD	NON-VOTES
Dennis M. Oates	5,648,633	516,623	387,693
Christopher L. Ayers	6,013,180	152,076	387,693
Douglas M. Dunn	5,604,845	560,411	387,693
M. David Kornblatt	6,009,580	155,676	387,693
Udi Toledano	5,604,987	560,269	387,693

2. Advisory, non-binding resolution to approve the compensation of the Company's named executive officers:

BROKER			
FOR	AGAINST	ABSTESTIONS	NON-VOTES
6,015,646	126,939	22,671	387,693

3. Approval to amend the Company's Restated Certificate of Incorporation to increase the authorized number of shares of the Company's common stock from 10,000,000 to 20,000,000.

FOR	AGAINST	ABSTESTIONS
5,783,589	767,347	2,013

4. Ratification of the appointment of Schneider Downs & Co., Inc. as the Company's independent registered public accountants for 2013:

FOR	AGAINST	ABSTESTIONS
6,072,630	471,335	8,984

**SIGNATURE**

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.

UNIVERSAL STAINLESS & ALLOY PRODUCTS,  
INC.

By: /s/ Paul A. McGrath  
Vice President of Administration,

General Counsel and Secretary

Dated: May 16, 2013