

SIFCO INDUSTRIES INC  
Form 8-K  
January 25, 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) January 20, 2011**

**SIFCO Industries, Inc.**

**(Exact name of registrant as specified in its charter)**

**Ohio**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**1-5978**  
**(Commission**  
**File Number)**

**34-0553950**  
**(I.R.S. Employer**  
**Identification No.)**

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**970 East 64th Street, Cleveland Ohio**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (216) 881-8600**

**44103**  
(Zip Code)

(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 communication 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))

**Section 5 Corporate Governance and Management****Item 5.07. Submission of Matters to a Vote of Security Holders**

On January 20, 2011, the Company held its annual meeting of shareholders. The following matters set forth in our definitive proxy statement on Schedule 14A dated December 15, 2010 and filed with the Securities and Exchange Commission were voted on at our annual meeting of shareholders and the results of such voting is indicated below.

1. The seven (7) nominees listed below were elected as directors of the Company, each to serve on the Board of Directors until the Company's Annual Meeting in 2012, with the respective votes set forth opposite their names:

| <b>Name of Director</b> | <b>Votes For</b> | <b>Votes Withheld</b> | <b>Non-votes</b> |
|-------------------------|------------------|-----------------------|------------------|
| Jeffrey P. Gotschall    | 3,955,386        | 36,174                | 887,854          |
| Michael S. Lipscomb     | 3,959,187        | 32,373                | 887,854          |
| Donald C. Molten Jr.    | 3,656,195        | 335,365               | 887,854          |
| Frank N. Nichols        | 3,535,051        | 456,509               | 887,854          |
| Alayne L. Reitman       | 3,534,515        | 457,045               | 887,854          |
| Mark J. Silk            | 3,684,825        | 306,735               | 887,854          |
| Hudson D. Smith         | 3,859,984        | 131,576               | 887,854          |

2. Ratify the designation of Grant Thornton LLP as the independent registered public accounting firm of the Company for 2011. Voting results on this proposal were as follows:

|         |           |
|---------|-----------|
| For     | 4,792,633 |
| Against | 1,785     |
| Abstain | 84,996    |

3. Adopt Amendment No. 1 to the SIFCO Industries, Inc. 2007 Long-term Incentive Plan. Voting results on this proposal were as follows:

|           |           |
|-----------|-----------|
| For       | 3,755,917 |
| Against   | 206,708   |
| Abstain   | 28,935    |
| Non-votes | 887,854   |

**SIGNATURES**

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

SIFCO Industries, Inc.  
(Registrant)

Date: January 25, 2011

/s/ Frank A. Cappello  
Frank A. Cappello  
Vice President Finance and  
Chief Financial Officer  
(Principal Financial Officer)