

PANHANDLE OIL & GAS INC  
Form 8-K  
March 12, 2012

**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) March 12, 2012 (March 8, 2012)**

**PANHANDLE OIL AND GAS INC.**

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

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(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

5400 North Grand Blvd.,

Suite 300

Oklahoma City, OK  
(Address of principal executive offices)  
(405) 948-1560

73112  
(Zip code)

(Registrant's telephone number including area code)

Not Applicable

(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:

- .. Written communications pursuant to Rule 425 under the Securities Act
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- .. Pre-commencement communications pursuant to Rule 14d-2 (b) under the Exchange Act
- .. Pre-commencement communications pursuant to Rule 13e-4 (c) under the Exchange Act

**ITEM 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers**

On March 8, 2012, E. Chris Kauffman retired from Panhandle Oil and Gas Inc.'s board of directors after twenty years of service as a director.

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

Panhandle Oil and Gas Inc. (the Company) held its annual meeting (the Annual Meeting) of shareholders on March 8, 2012 at the Waterford Marriott in Oklahoma City, Oklahoma. A quorum consisting of approximately 74% of the Company's Class A Common Stock issued and outstanding was represented either in person or by proxy. At the Annual Meeting the Company's shareholders voted on proposals to: (1) elect Darryl G. Smette and H. Grant Swartzwelder as directors to serve for three year terms; and (2) ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year ended September 30, 2012. Voting results of the proposals are as follows:

**Proposal #1 Election of Two Directors:**

	For	Against	Withheld	Abstentions	Broker Non-Votes
Darryl G. Smette	4,507,675	N/A	223,390	N/A	1,424,659
H. Grant Swartzwelder	4,592,697	N/A	138,368	N/A	1,424,659

**Proposal #2 Ratification of Selection of Independent Registered Public Accounting Firm:**

	For	Against	Withheld	Abstentions	Broker Non-Votes
Totals	6,083,083	27,473	N/A	45,168	-0-

**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.

**PANHANDLE OIL AND GAS INC.**

By: /s/ Michael C. Coffman  
Michael C. Coffman,

President and CEO

DATE: March 12, 2012