

INDEPENDENT BANK CORP /MI/
Form 8-K/A
June 14, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K/A

Amendment No. 1 to
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report: April 23, 2013

INDEPENDENT BANK CORPORATION
(Exact name of registrant as
specified in its charter)

Michigan 0-7818 38-2032782
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

230 West Main Street 48846
Ionia, Michigan (Zip Code)
(Address of principal executive office)

Registrant's telephone number,
including area code:
(616) 527-5820

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 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))
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EXPLANATORY NOTE

This Amendment No. 1 is being filed to amend the Current Report on Form 8-K filed by Independent Bank Corporation (the "Company") on April 24, 2013 (the "Original Report"). The disclosure set forth under Item 5.02 below was inadvertently omitted from the Original Report. The text of Item 5.07 below is unchanged from the Original Report.

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(e)Compensatory Arrangements of Certain Officers

At the Annual Meeting of Shareholders of Independent Bank Corporation (the "Company") held on April 23, 2013, the Company's shareholders approved an amendment to the Company's Long-Term Incentive Plan to make an additional 500,000 shares of the Company's common stock available for issuance under the plan. Awards may be granted under the plan to directors, executive officers, and other employees of the Company or its subsidiaries. A description of the material terms of the plan and the proposed amendment and a conformed copy of the plan, as amended, were included in the Company's proxy statement filed with the Securities and Exchange Commission on March 13, 2013.

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

At the Company's Annual Meeting of Shareholders held on April 23, 2013, the matters listed below were submitted to a vote of the shareholders through the solicitation of proxies. The proposals are described in detail in the Company's proxy statement, filed with the SEC on March 13, 2013. The voting results are as follows:

Proposal 1: Election of Directors

The following individuals were elected to serve as directors of the Company to hold office until the 2016 Annual Meeting of Shareholders, under the terms of the Company's Bylaws:

| Nominee | For | Withheld | Non-Votes |
|----------------------|-----------|----------|-----------|
| Donna J. Banks | 4,430,267 | 626,870 | 3,079,774 |
| William J. Boer | 4,778,654 | 278,483 | 3,079,774 |
| Jeffrey A. Bratsburg | 4,417,761 | 639,376 | 3,079,774 |
| Charles C. Van Loan | 4,259,777 | 797,360 | 3,079,774 |

Proposal 2: Ratification of the Appointment of Independent Auditors

The shareholders ratified the appointment of Crowe Horwath LLP to serve as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013.

| For | Against | Abstain | Non-Votes |
|-----------|---------|---------|-----------|
| 7,853,335 | 121,893 | 161,683 | -- |

Proposal 3: Advisory (Non-Binding) Vote on Executive Compensation

The shareholders approved a proposed resolution approving the compensation of the Company's named executive officers, as disclosed pursuant to the compensation disclosure rules of the SEC.

| For | Against | Abstain | Non-Votes |
|-----------|---------|---------|-----------|
| 4,536,320 | 376,319 | 144,498 | 3,079,774 |

Proposal 4: Amendment to Long-Term Incentive Plan

The shareholders approved a proposal to amend the Company's Long-Term Incentive Plan to make an additional 500,000 shares of common stock available for issuance under the plan.

| For | Against | Abstain | Non-Votes |
|-----------|-----------|---------|-----------|
| 3,635,755 | 1,307,014 | 114,369 | 3,079,773 |

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 thereunto duly authorized.

INDEPENDENT BANK
CORPORATION
(Registrant)

Date: June 14, 2013 -----/s/ Robert N. Shuster
By: Robert N. Shuster
Its: Executive Vice President and
Chief Financial Officer
