

CONTINENTAL RESOURCES, INC  
Form 8-K  
May 24, 2013

**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) May 23, 2013

**CONTINENTAL RESOURCES, INC.**

(Exact name of registrant as specified in its charter)

Oklahoma  
(State or other jurisdiction  
of incorporation or organization)

001-32886  
(Commission  
File Number)

73-0767549  
(I.R.S. Employer  
Identification No.)

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**20 N. Broadway**

**Oklahoma City, Oklahoma**  
(Address of principal executive offices)

**73102**  
(Zip Code)

**Registrant's telephone number, including area code: (405) 234-9000**

**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 (*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))

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

Continental Resources, Inc. (the Company) held its Annual Meeting of Shareholders (the Annual Meeting) on May 23, 2013. At the meeting, the Company's shareholders were requested to:

elect two Class I members to the Company's Board of Directors to serve until the Annual Meeting of Shareholders in 2016 and one Class II member to serve until the Annual Meeting of Shareholders in 2014;

vote on a proposal to approve the Company's 2013 Long-Term Incentive Plan; and

ratify the selection of Grant Thornton LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013.

Each of these items is more fully described in the Company's proxy statement filed on April 10, 2013. The certified results of the matters voted upon at the Annual Meeting are as follows:

**Proposal No. 1 Election of Directors:** The election of each director required the affirmative vote of a plurality of the shares present in person or represented by proxy at the Annual Meeting. The shareholders elected the following nominees:

Nominee	For	Withheld	Broker Non-Votes
Harold G. Hamm (Class I)	162,196,767	10,750,208	7,814,585
John T. McNabb, II (Class I)	164,778,343	8,168,632	7,814,585
David L. Boren (Class II)	166,894,508	6,052,467	7,814,585

**Proposal No. 2 Approval of the Company's 2013 Long-Term Incentive Plan:** The approval of the Company's 2013 Long-Term Incentive Plan required an affirmative vote from the majority of shares present and entitled to vote either in person or by proxy at the Annual Meeting, provided the total vote cast on the proposal represented over 50% in interest of all shares entitled to vote on the proposal. The shareholders approved the Company's 2013 Long-Term Incentive Plan. The voting results are as follows:

For	Against	Abstentions	Broker Non-Votes
170,388,440	2,475,016	83,519	7,814,585

**Proposal No. 3 Ratification of Selection of Independent Registered Public Accounting Firm:** The ratification of the selection of Grant Thornton LLP required an affirmative vote from the majority of shares present and entitled to vote either in person or by proxy at the Annual Meeting. The shareholders approved the ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013. The voting results are as follows:

For	Against	Abstentions	Broker Non-Votes
180,230,741	449,209	81,610	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.

CONTINENTAL RESOURCES, INC.

(Registrant)

Dated: May 24, 2013

By: /s/ Eric S. Eissenstat  
Eric S. Eissenstat  
Senior Vice President, General Counsel & Secretary