

SOUTHWEST GAS CORP  
Form 8-K  
May 14, 2013

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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 9, 2013

SOUTHWEST GAS CORPORATION  
(Exact name of registrant as specified in its charter)

|  |                                       |   |
|--|---------------------------------------|---|
| California<br>(State or other jurisdiction of<br>incorporation or organization)  | 1-7850<br>(Commission<br>File Number) | 88-0085720<br>(I.R.S. Employer<br>Identification No.) |
| 5241 Spring Mountain Road<br>Post Office Box 98510<br>Las Vegas, Nevada<br>(Address of principal executive<br>offices) |                                       | 89193-8510<br>(Zip Code)                              |

Registrant's telephone number, including area code: (702) 876-7237

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 (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.

The Annual Meeting of Shareholders of Southwest Gas Corporation (“the Company”) was held on May 9, 2013. Holders of approximately 39,887,309 shares of common stock were represented in person or by proxy. Matters voted upon and the final results of the voting were as follows:

Proposal 1. The vote on the election of twelve (12) directors to serve a one-year term until the next Annual Meeting (or until their successors are qualified and elected) was as follows:

| Name                      | For        | Withheld | Broker<br>Non-votes |
|---------------------------|------------|----------|---------------------|
| Robert L. Boughner        | 35,996,948 | 195,305  | 3,695,057           |
| José A. Cárdenas          | 35,967,868 | 224,384  | 3,695,057           |
| Thomas E. Chestnut        | 35,997,338 | 194,915  | 3,695,057           |
| Stephen C. Comer          | 35,997,263 | 194,990  | 3,695,057           |
| LeRoy C. Hanneman,<br>Jr. | 35,977,192 | 215,061  | 3,695,057           |
| Michael O. Maffie         | 35,816,753 | 375,499  | 3,695,057           |
| Anne L. Mariucci          | 35,964,843 | 227,410  | 3,695,057           |
| Michael J. Melarkey       | 35,984,529 | 207,723  | 3,695,057           |
| Jeffrey W. Shaw           | 35,996,653 | 195,600  | 3,695,057           |
| A. Randall Thoman         | 35,980,878 | 211,375  | 3,695,057           |
| Thomas A. Thomas          | 36,002,886 | 189,366  | 3,695,057           |
| Terrence L. Wright        | 35,832,743 | 359,510  | 3,695,057           |

Proposal 2. The vote to approve, on an advisory basis, the Company’s executive compensation was as follows:

| For        | Against | Abstain   | Broker<br>Non-votes |
|------------|---------|-----------|---------------------|
| 31,918,654 | 800,307 | 3,455,287 | 3,695,057           |

Proposal 3. The vote on the proposal to ratify the selection of PricewaterhouseCoopers LLP as the independent registered public accounting firm for the Company for fiscal year 2013 was as follows:

| For        | Against | Abstain |
|------------|---------|---------|
| 39,307,126 | 378,522 | 201,661 |

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.

SOUTHWEST GAS CORPORATION

Date: May 14, 2013

/s/ GREGORY J. PETERSON  
Gregory J. Peterson  
Vice President/Controller and  
Chief Accounting Officer