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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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

**Date of Report (Date of earliest event reported): September 10, 2014**

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**CONMED CORPORATION**

(Exact name of registrant as specified in its charter)

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**New York**  
(State or other Jurisdiction  
of Incorporation)

**0-16093**  
(Commission  
File Number)

**16-0977505**  
(IRS Employer  
Identification No.)

**525 French Road**  
**Utica, New York**  
(Address of Principal Executive Offices)

**13502**  
(Zip Code)

**Registrant's telephone number, including area code: (315) 797-8375**

(Former name or former address if changed since last report.)

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

On September 10, 2014, CONMED Corporation (the “Company”) held its Annual Meeting of Shareholders (the “Annual Meeting”) at the Company’s headquarters, located at 525 French Road, Utica, New York. The holders of record of the 27,344,609 shares of the Company’s common stock, par value \$0.01 per share (the “Common Stock”) outstanding on the record date of July 22, 2014 were entitled to vote on all matters which came before the Annual Meeting. Holders of 24,348,354 shares of Common Stock were present at the Annual Meeting, in person or by proxy, representing more than a majority of the shares entitled to vote at the Annual Meeting and constituting a quorum.

The final voting results as certified by the independent inspector of election, IVS Associates, Inc. (“IVS”), for each of the proposals submitted to a vote of security holders at the Annual Meeting are set forth below. The proposals are described in detail in the Company’s definitive proxy statement for the Annual Meeting (the “Proxy Statement”), which was filed with the Securities and Exchange Commission on Schedule 14A on August 8, 2014 and mailed to the Company’s shareholders on or about August 11, 2014.

**Proposal 1. Election of Directors.**

Shareholders voted on the election of eight directors, which constitutes the entire Board of Directors (the “Board”) of the Company, to hold office until the Company’s next Annual Meeting of Shareholders and until their successors have been elected and qualified. The Company nominated the following eight director nominees for election to the Board: Brian Concannon, Charles M. Farkas, Jo Ann Golden, Curt R. Hartman, Dirk M. Kuyper, Jerome J. Lande, Stephen M. Mandia and Mark E. Tryniski. In addition, Voce Catalyst Partners LP, Voce Capital LLC, Voce Capital Management LLC and J. Daniel Plants (collectively, “Voce”), a shareholder of the Company, duly nominated the following three director nominees in opposition to the Company’s director nominees: James W. Green, Joshua H. Levine and J. Daniel Plants.

Based on the final voting results reported by IVS, each of the Company’s eight director nominees were elected as directors of the Company by a plurality of the votes cast at the Annual Meeting (which votes also represented a majority of the shares outstanding on the record date). The voting results for Proposal 1, as reported by IVS, are summarized in the table below. In addition, there were 347,479 broker non-votes for Proposal 1.

<u>Director Nominee</u>	<u>Votes For</u>	<u>Votes Withheld</u>
Brian Concannon	23,905,340	95,535
Charles M. Farkas	23,914,300	86,575
Jo Ann Golden	14,602,387	363,755
Curt R. Hartman	23,769,158	231,717
Dirk M. Kuyper	23,914,945	85,930
Jerome J. Lande	14,932,613	33,529
Stephen M. Mandia	14,601,922	364,220
Mark E. Tryniski	23,575,990	424,885
James W. Green (Voce nominee)	9,012,307	22,426
Joshua H. Levine (Voce nominee)	8,823,127	211,606
J. Daniel Plants (Voce nominee)	1,802,582	7,232,151

**Proposal 2. Ratification of the appointment of PricewaterhouseCoopers LLP as independent accountants for the Company for 2014.**

Based on the final voting results reported by IVS, the Company’s shareholders approved the proposal to ratify the appointment of PricewaterhouseCoopers LLP as independent accountants for the Company for 2014. The proposal received the affirmative vote of a majority of the votes cast at the Annual Meeting. The following table summarizes the voting results for Proposal 2, as reported by IVS:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
24,014,274	312,348	21,732	0

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Proposal 3. Advisory Vote on Named Executive Officer Compensation.

Based on the final voting results reported by IVS, the Company's shareholders approved, on an advisory basis, the executive compensation of the Company's named executive officers as such information is disclosed in the Company's Proxy Statement. The proposal received the affirmative vote of a majority of the votes cast at the Annual Meeting. The following table summarizes the voting results for Proposal 3, as reported by IVS:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
21,485,915	2,265,475	249,485	347,479

**Item 8.01 Other Events.**

On September 10, 2014, the Company announced the preliminary voting results on the matters voted upon at the Annual Meeting discussed under Item 5.07 above. A copy of the Company's press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press Release, dated September 10, 2014, issued by CONMED Corporation.

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**SIGNATURES**

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.

CONMED CORPORATION  
(Registrant)

By: /s/ Daniel S. Jonas  
Name: Daniel S. Jonas, Esq.  
Title: Executive Vice President – Legal Affairs & General  
Counsel

Date: September 12, 2014

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**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press Release, dated September 10, 2014, issued by CONMED Corporation.



## NEWS RELEASE

CONTACTS:  
*CONMED Corporation*  
Robert Shallish  
Chief Financial Officer  
315-624-3206

*Joele Frank, Wilkinson Brimmer Katcher*  
Andy Brimmer / Jamie Moser  
212-355-4449

### **Preliminary Results Indicate Shareholders Support the Election of ALL Directors Nominated by CONMED at the Annual Meeting**

**UTICA, New York, September 10, 2014** – CONMED Corporation (NASDAQ: CNMD) today announced that, based on the preliminary vote count provided by its proxy solicitor following the Company’s 2014 Annual Meeting, shareholders have elected all eight of CONMED’s director nominees: Brian Concannon, Charles Farkas, Jo Ann Golden, Curt Hartman, Dirk Kuyper, Jerome Lande, Stephen Mandia and Mark Tryniski. As previously announced, Bruce Daniels and Dr. Stuart Schwartz are stepping down from the Board after many years of service.

Commenting on the preliminary results, CONMED issued the following statement:

“CONMED’s Board and management thank our shareholders for their support and the valuable insights they have offered throughout this process. We are committed to maintaining an open dialogue with shareholders on corporate governance as we continue to focus on improving CONMED’s performance to create significant long-term shareholder value. We also thank Bruce Daniels and Stu Schwartz for their service on CONMED’s Board of Directors and their many contributions to the Company.”

“With the Annual Meeting behind us, we look forward to aggressively pursuing the performance enhancements necessary to return CONMED to a leadership position in the global markets we serve.”

The preliminary voting also indicated that shareholders approved all of the other proposals submitted for a vote at the Annual Meeting.

Final results of the election will be published once they are certified by the independent inspector of elections, IVS Associates, Inc., following the customary review and challenge period.

#### **About CONMED**

CONMED is a medical technology company with an emphasis on surgical devices and equipment for minimally invasive procedures. The Company’s products are used by surgeons and physicians in a variety of specialties including orthopedics, general surgery, gynecology, neurosurgery and gastroenterology. Headquartered in Utica, New York, the Company’s 3,600 employees distribute its products worldwide from several manufacturing locations. CONMED has a direct selling presence in 16 countries outside the United States and international sales constitute more than 50% of the Company’s total sales.

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**Forward Looking Information**

This press release contains forward-looking statements based on certain assumptions and contingencies that involve risks and uncertainties. The forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and relate to the Company's performance on a going-forward basis. The forward-looking statements in this press release involve risks and uncertainties which could cause actual results, performance or trends, to differ materially from those expressed in the forward-looking statements herein or in previous disclosures. The Company believes that all forward-looking statements made by it have a reasonable basis, but there can be no assurance that management's expectations, beliefs or projections as expressed in the forward-looking statements will actually occur or prove to be correct. In addition to general industry and economic conditions, factors that could cause actual results to differ materially from those discussed in the forward-looking statements in this press release include, but are not limited to: (i) the failure of any one or more of the assumptions stated above, to prove to be correct; (ii) the risks relating to forward-looking statements discussed in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2013; (iii) cyclical purchasing patterns from customers, end-users and dealers; (iv) timely release of new products, and acceptance of such new products by the market; (v) the introduction of new products by competitors and other competitive responses; (vi) the possibility that any new acquisition or other transaction may require the Company to reconsider its financial assumptions and goals/targets; (vii) increasing costs for raw material, transportation or litigation; and/or (viii) the Company's ability to devise and execute strategies to respond to market conditions.