

ALLEGHANY CORP /DE  
Form 8-K  
April 29, 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):** April 26, 2013

**ALLEGHANY CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-9371**  
(Commission  
File Number)

**51-0283071**  
(IRS Employer  
Identification No.)

Edgar Filing: ALLEGHANY CORP /DE - Form 8-K

7 Times Square Tower, 17<sup>th</sup> Floor,

New York, New York  
(Address of principal executive offices)

Registrant's telephone number, including area code: (212) 752-1356

10036  
(Zip Code)

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.**

At the 2013 Annual Meeting of Stockholders of Alleghany Corporation ( Alleghany ) held on April 26, 2013: (i) four directors were elected to serve for three-year terms on the Board of Directors of Alleghany, (ii) the selection of Ernst & Young LLP as Alleghany s independent registered public accounting firm for the 2013 fiscal year was ratified, and (iii) an advisory vote on Alleghany executive compensation was approved. Set forth below are the voting results for these proposals:

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
<b>(i) Election of Directors</b>				
(a) Stephen P. Bradley	14,912,737	55,646	12,005	516,352
(b) Karen Brenner	14,920,697	48,121	11,570	516,352
(c) Thomas S. Johnson	14,344,409	473,031	162,948	516,352
(d) James F. Will	14,797,514	76,045	106,829	516,352
<b>(ii) Ratification of the selection of Ernst &amp; Young LLP as Alleghany s independent registered public accounting firm for the 2013 fiscal year</b>	15,484,220	9,280	3,240	N/A
<b>(iii) Advisory vote on Alleghany s executive compensation</b>	14,800,153	125,046	55,189	516,352

**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.

ALLEGHANY CORPORATION

Date: April 29, 2013

By: /s/ John L. Sennott, Jr.  
Name: John L. Sennott, Jr.  
Title: Senior Vice President