

Edgar Filing: II-VI INC - Form 8-K

II-VI INC  
Form 8-K  
November 04, 2002

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): November 4, 2002

II-VI INCORPORATED  
(Exact name of registrant as specified in its charter)

Pennsylvania (State or other jurisdiction of incorporation)	0-16195 (Commission File Number)	25-1214948 (IRS Employer Identification Number)
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375 Saxonburg Boulevard, Saxonburg, Pennsylvania (Address of principal executive offices)	16056 (ZIP Code)
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Registrant's telephone number, including area code: 724-352-4455

Former name or former address, if changed, since last report:  
Not Applicable

Item 5. Other Events  
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On November 4, 2002, II-VI Incorporated (the "Company") issued a press release entitled, "II-VI Incorporated Announces Shareholders' Meeting Results and Board of Director Committees".

The full text of the Company's press release is filed as Exhibit 99 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 7. Financial Statements and Exhibits  
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Exhibit No. -----	Description -----
99	Press Release

### 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 thereunto duly authorized.

II-VI INCORPORATED  
(Registrant)

Date: November 4, 2002

By: /s/ Carl J. Johnson  
Chairman & Chief Executive Officer

Date: November 4, 2002

By: /s/ Craig A. Creaturo  
Treasurer

### EXHIBIT INDEX

Exhibit No. -----	Description -----
99	Press Release

November 4, 2002

Craig A. Creaturo  
Treasurer  
(724) 352-4455  
ccreaturo@ii-vi.com  
II-VI Homepage: [www.ii-vi.com](http://www.ii-vi.com)

### II-VI Incorporated Announces Shareholders' Meeting Results and Board of Director Committees

PITTSBURGH, PA - November 4, 2002 - II-VI Incorporated (NASDAQ NMS: IIVI) announced today the results of its Annual Meeting of Shareholders held on November 1, 2002. Elected to the Company's Board of Directors for the first-time were Marc Y.E. Pelaez, retired Rear Admiral of the United States Navy, and Joseph J. Corasanti, President and Chief Operating Officer of CONMED Corporation. Re-elected to the Company's Board of Directors were Dr. Carl J. Johnson, Chairman and Chief Executive Officer of II-VI Incorporated and Thomas E. Mistler, President and Chief Executive Officer of ESCO Holding Corp. and Engineered Arresting Systems Corporation. Rear Admiral Pelaez was elected to a one-year term to expire in 2003. Mr. Corasanti, Dr. Johnson and Mr. Mistler were each elected to three-year terms to expire in 2005. The four newly elected directors join existing directors Francis J. Kramer, President and Chief Operating Officer of II-VI Incorporated, Duncan A.J. Morrison, Chairman of ARRI Canada Ltd., and Peter W.

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Sognefest, Vice-Chairman of Xymox Technologies, Inc.

In addition to the election of directors, the shareholders of the Company also ratified the Board of Directors' selection of Deloitte & Touche LLP as auditors of the Company for the fiscal year ending June 30, 2003 and rejected a shareholder proposal regarding the Company's Shareholder Rights Plan.

Immediately following this election, the Company's Board of Directors appointed the following directors to serve as members of the various committees of the Board of Directors:

- Audit Committee

Duncan A.J. Morrison, Chairman  
Thomas E. Mistler  
Joseph J. Corasanti

- Compensation Committee

Peter W. Sognefest, Chairman  
Thomas E. Mistler  
Duncan A.J. Morrison  
Joseph J. Corasanti

- Nominating and Corporate Governance Committee

Thomas E. Mistler, Chairman  
Peter W. Sognefest  
Francis J. Kramer  
Marc Y.E. Pelaez

- Option Plan and Purchase Plan Committees

Peter W. Sognefest, Chairman  
Thomas E. Mistler  
Duncan A.J. Morrison  
Joseph J. Corasanti

Headquartered in Saxonburg, Pennsylvania, II-VI Incorporated designs, manufactures and markets optical and opto-electronic components, devices and materials for infrared, near-infrared, visible light, x-ray and gamma-ray instrumentation. The Company's infrared optics business manufactures optical and opto-electronic components sold under the II-VI and Laser Power brand names and used primarily in high-power CO<sub>2</sub> (carbon dioxide) lasers. The Company's near-infrared optics business manufactures near-infrared and visible light products for industrial, scientific and medical instruments and laser gain material and products for solid-state YAG and YLF lasers at the Company's VLOC subsidiary. The Company's military infrared optics business manufactures infrared products for military applications under the Exotic Electro-Optics brand name. The Company's eV PRODUCTS division manufactures and markets solid-state x-ray and gamma-ray detection materials and products for use in medical, industrial, environmental and scientific applications. The Company is developing single crystal silicon carbide growth and fabrication capabilities.

CONTACT: Craig A. Creaturo, Treasurer of II-VI Incorporated,  
724-352-4455, or e-mail, ccreaturo@ii-vi.com.

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