

**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, 2024**

**LSB INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

1-7677  
(Commission  
File Number)

73-1015226  
(IRS Employer  
Identification No.)

3503 NW 63rd Street, Suite 500, Oklahoma City, Oklahoma  
(Address of principal executive offices)

73116  
(Zip Code)

**Registrant's telephone number, including area code (405) 235-4546**

**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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, Par Value \$.10	LXU	New York Stock Exchange
Preferred Stock Purchase Rights	N/A	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On May 23, 2024, LSB Industries, Inc. (the “Company”) held its 2024 annual meeting of stockholders (the “2024 Annual Meeting”). At the 2024 Annual Meeting, the stockholders: (i) elected the three director nominees listed in the Company’s proxy statement to serve on the Board of Directors for terms expiring in 2027; (ii) approved the Amended and Restated Section 382 Rights Agreement in order to extend the term of the Company’s existing rights plan; (iii) ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for 2024; and (iv) approved, on a non-binding, advisory basis, a resolution approving the 2024 compensation of the Company’s named executive officers, which is commonly referred to as a “say-on-pay” vote.

The final voting results for each of these matters are set forth below.

**1. Election of three nominees to the Company’s Board of Directors whose terms will expire in 2027**

<b>Name</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>
Barry H. Golsen	37,462,027	15,348,648	12,191
Kanna Kitamura	46,264,191	6,549,391	9,284
Richard W. Roedel	43,202,235	9,611,042	9,589

In addition, there were 8,279,652 broker non-votes with respect to each nominee. All director nominees were duly elected at the 2024 Annual Meeting. Each of the individuals named in the above table will serve as director until the Company’s 2027 annual meeting of stockholders or until his/her successor is duly elected and qualified.

**2. Approval of the Amended and Restated Section 382 Rights Agreement**

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
45,386,957	7,372,419	63,490	8,279,652

**3. Ratification of the appointment of Ernst & Young LLP as the independent registered public accounting firm for 2024**

<b>For</b>	<b>Against</b>	<b>Abstain</b>
60,301,004	774,015	27,499

There were no broker non-votes on this matter.

**4. Approval, on an advisory basis, of the compensation of the Company’s named executive officers**

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
49,660,335	3,109,586	52,945	8,279,652

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: May 29, 2024

LSB INDUSTRIES, INC.

By: /s/ Michael J. Foster  
Name: Michael J. Foster  
Title: Executive Vice President and General Counsel

