

**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 11, 2023

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 11, 2023, LSB Industries, Inc. (the “Company”) held its 2023 Annual Meeting of Stockholders (the “2023 Annual Meeting”). At the 2023 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 2026; (ii) ratified the renewal of the section 382 Rights Agreement; (iii) ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for 2023; (iv) approved, on a non-binding, advisory basis, a resolution approving the 2023 compensation of the Company’s named executive officers, which is commonly referred to as a “say-on-pay” vote; and (v) approved, on an advisory basis, a resolution approving that future “say-on-pay” votes be held every year.

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 expire in 2026

Name	Number of Votes For	Number of Votes Withheld
Steven L. Packebush	48,762,486	19,094
Diana M. Peninger	56,945,140	8,516
Lynn F. White	56,941,111	9,006

In addition, there were 9,205,971 broker non-votes associated with respect to each nominee. There were no votes against any of the three director nominees. All director nominees were duly elected at the 2023 Annual Meeting. Each of the individuals named in the above table will serve as director until the 2023 Annual Meeting of Stockholders or until his/her successor is duly elected and qualified.

2. Ratify the renewal of section 382 Rights Agreement

For	Against	Abstain	Broker Non-Votes
52,222,488	5,526,699	54,993	9,205,971

3. Ratification of the appointment of Ernst & Young LLP as the independent registered public accounting firm for 2023

For	Against	Abstain
65,956,099	1,049,055	4,997

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

For	Against	Abstain	Broker Non-Votes
55,880,292	1,855,485	38,403	9,205,971

5. Frequency of future advisory votes on named executive officer compensation

1 Year	2 Years	3 Years	Abstain	Broker Non-Votes
55,476,370	60,845	2,219,316	47,649	9,205,971

Item 9.01 Exhibits.

(d) Exhibits.

Exhibit Number	Description
104	Cover Page Interactive Data File (embedded within the XBRL document)

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 11, 2023

LSB INDUSTRIES, INC.

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

