

GEOVIC MINING CORP.  
Form 8-K  
June 27, 2014

**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): June 25, 2014

**GEOVIC MINING CORP.**

(Exact name of registrant as specified in its charter)

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

**000-52646**  
(Commission  
File Number)

**20-5919886**  
(I.R.S. Employer  
Identification Number)

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**5500 East Yale Avenue, Suite 302**

**Denver, Colorado**  
(Address of principal executive offices)

**80222**  
(Zip Code)

**Registrant's telephone number, including area code: (303) 476-6455**

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 Annual Meeting of Stockholders (the “Annual Meeting”) of Geovic Mining Corp. (the “Company”) held on June 25, 2014, the Company’s stockholders approved the following proposals:

(1) Election of William A. Buckovic, Michael T. Mason, Paul D. Rose, Teresa A. Dooling and Christopher A. Serin as directors of the Company to serve until the 2015 annual meeting of stockholders:

| Name                 | Votes For  | Votes Withheld | Broker Non-Votes |
|----------------------|------------|----------------|------------------|
| William A. Buckovic  | 27,362,994 | 77,090         | 20,543,500       |
| Michael T. Mason     | 27,008,317 | 431,767        | 20,543,500       |
| Paul D. Rose         | 27,358,644 | 81,440         | 20,543,500       |
| Teresa A. Dooling    | 27,079,790 | 360,294        | 20,543,500       |
| Christopher A. Serin | 27,078,440 | 361,644        | 20,543,500       |

(2) Ratification of the appointment of Haynie & Company as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2014:

| Votes For  | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 47,471,234 | 120,052       | 392,298     | 0                |

(3) Re-approval of the Second Amended and Restated Stock Option Plan of the Company:

| Votes For  | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 17,756,729 | 286,373       | 9,396,982   | 20,543,500       |

(4) Approval and ratification of the Company’s issuance of promissory notes to certain insiders and related parties of the Company:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-----------|---------------|-------------|------------------|
|-----------|---------------|-------------|------------------|

17,115,875 190,178 10,134,031 20,543,500

A copy of the Company's press release announcing the results from the Annual Meeting is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

*(d) Exhibits:*

**Exhibit No. Description**

99.1 Press Release dated June 27, 2014.

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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.

Date: June 27, 2014

GEOVIC MINING CORP.

By: /s/ Michael T. Mason  
Name: Michael T. Mason  
Title: Chairman of the Board and  
Chief Executive Officer

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EXHIBIT INDEX

| Exhibit No. | Description                       |
|-------------|-----------------------------------|
| 99.1        | Press Release dated June 27, 2014 |