

II-VI INC  
Form 8-K  
April 01, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 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 1, 2011**

**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 No.)

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**375 Saxonburg Boulevard, Saxonburg, Pennsylvania**  
(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: (724) 352-4455**

**16056**  
(Zip Code)

**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))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(d) On April 1, 2011, the Board of Directors (the Board ) of II-VI Incorporated (the Company ) appointed Dr. Howard H. Xia to serve as an independent director of the Company in Class One expiring in 2012, although he will stand for election at the Company s next annual meeting of shareholders in November 2011. As of the time of this filing, the Board does not intend for Dr. Xia to serve on any Board Committee.

In connection with Dr. Xia s election as a Class One director, the Company issued a press release, a copy of which is attached hereto as Exhibit 99.1.

**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: April 1, 2011

By:

*/s/ Francis J. Kramer*  
Francis J. Kramer

President and Chief Executive Officer

Date: April 1, 2011

By:

*/s/ Craig A. Creaturo*  
Craig A. Creaturo

Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

Exhibit No.	Description
99.1	Press Release dated April 1, 2011.