

SPS COMMERCE INC  
Form 8-K  
May 15, 2015

**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**

**May 14, 2015**

**Date of report (Date of earliest event reported)**

**SPS COMMERCE, INC.**  
**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State of Incorporation)**

**001-34702**  
**(Commission**  
**File Number)**

**41-2015127**  
**(I.R.S. Employer**  
**Identification No.)**

**333 South Seventh Street, Suite 1000**

**Minneapolis, MN**  
**(Address of Principal Executive Offices)**

**55402**  
**(Zip Code)**

**(612) 435-9400**

**(Registrant's Telephone Number, Including Area 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 5.07. Submission of Matters to a Vote of Security Holders**

On May 14, 2015, SPS Commerce, Inc. (the Company) held its 2015 Annual Meeting of Stockholders and the Company's stockholders voted on the following matters:

*Election of Directors*

The following nominees were elected to serve as directors for a term that will last until the Company's 2016 Annual Meeting of Stockholders or until his successor is duly elected and qualified. The number of votes cast for and withheld from each nominee and the number of broker non-votes with respect to each nominee were as follows:

Name	Votes For	Votes Withheld	Broker Non-Votes
Archie C. Black	15,300,451	95,397	669,986
Michael B. Gorman	14,946,694	449,154	669,986
Martin J. Leestma	15,300,451	95,397	669,986
James B. Ramsey	14,982,708	413,140	669,986
Michael A. Smerklo	15,300,351	95,497	669,986
Philip E. Soran	15,300,451	95,397	669,986
Sven A. Wehrwein	14,982,708	413,140	669,986

*Ratification of the Selection of KPMG LLP as the Company's Independent Auditor for 2015*

The Company's stockholders ratified the appointment by the Audit Committee of the Company's Board of Directors of KPMG LLP as the Company's independent registered public accounting firm for the year ending December 31, 2015 by voting as follows:

For	Against	Abstain	Broker Non-Votes
15,882,462	183,206	166	0

*Advisory Vote on Approval of the Compensation of the Company's Named Executive Officers*

The Company's stockholders approved, on an advisory basis, the compensation of the Company's named executive officers by voting as follows:

For	Against	Abstain	Broker Non-Votes
15,003,449	352,550	39,849	669,986

**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.

**SPS COMMERCE, INC.**

Date: May 15, 2015

By: /s/ KIMBERLY K. NELSON  
Kimberly K. Nelson  
*Executive Vice President and Chief Financial  
Officer*