#### **RAVEN INDUSTRIES INC**

Form 8-K May 30, 2017

# 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 25,

2017

Date of

Report

(Date of

Earliest

Event

Reported)

#### RAVEN INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

South Dakota 001-07982 46-0246171

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

205 East 6th Street, P.O. Box 5107, Sioux Falls, SD 57117-5107

(Address of principal executive offices)

(605) 336-2750

(Registrant's telephone number including area code)

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.

Set forth below are the final voting results for each of the proposals submitted to a vote of the shareholders at the 2017 Annual Meeting:

1.Election of Director	Votes For	Votes Against/Withh	Broker neld Non-Votes	S		
Jason M. Andringa David L. Chicoine Thomas S. Everist Mark E. Griffin Kevin T. Kirby Marc E. LeBaron Daniel A. Rykhus Heather A. Wilson	28,597,327.933 28,641,263.345 28,124,722.736 28,298,598.900 28,430,549.979 27,879,803.979 28,483,722.719 Resigned	161,920.188 678,460.797 504,584.633 372,633.554 923,379.554	5,067,072 5,067,072 5,067,072 5,067,072 5,067,072 5,067,072 Resigned	.000 .000 .000 .000		
To approve, in a nor	n-binding advisor	y vote, the	Votes For	Votes Against/Withho	Abstentions	Broker Non-Votes
2. compensation of our executive officers disclosed in 28,172,655.559 507,801.833 122,726.141 5,067,072.000 the Proxy Statement.						
To approve, in a nor	n-binding advisor	One Year	Two Yea	ars Three Year	rs Abstentions	Broker Non-Votes
3. vote, on the preferred frequency of non-binding advisory votes to approve our executive officer compensation.  22,714,714.609 116,139.936 5,866,243.888 106,085.1005,067,072.000						
Vote to renew the m			Votes For	Votes Against/Withho	Abstentions	Broker Non-Votes
performance-based goals under the Company's 2010 Stock Incentive Plan, as amended, to allow certain grants and awards to continue to qualify as performance-based compensation under Internal Revenue Code Section 162(m).			28,168,031.214	4 497,154.178	137,998.141	5,067,072.000
				Votes Hor	Votes Against/Withhe	Abstentions
5.				33,279,283.677	•	455,374.596

Ratification of the appointment of Deloitte & Touche, LLP as the Independent Registered Public Accounting Firm.

Based upon the submission of proxies and ballots by the required votes all directors/nominees have been elected, the non-binding advisory vote on executive compensation and the frequency of non-binding advisory votes to approve executive compensation for a frequency of every year has been approved, the vote to renew the Performance-based goals under the Company's 2010 Stock Incentive Plan were approved, and Deloitte & Touche, LLP has been ratified as the company's accounting firm.

Each proposal was approved by the Company's stockholders by the required vote.

Item 9.01. Financial Statements and Exhibits

Exhibit Description

## **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.

RAVEN INDUSTRIES, INC.

/s/ Steven E. Brazones
Vice President & Chief Financial Officer, Secretary

Date: May 30, 2017