

# RAVEN INDUSTRIES INC

## **FORM 8-K** (Current report filing)

Filed 05/30/17 for the Period Ending 05/25/17

Address	205 E 6TH ST PO BOX 5107 SIOUX FALLS, SD 57117
Telephone	6053362750
CIK	0000082166
Symbol	RAVN
SIC Code	3081 - Unsupported Plastics Film and Sheet
Industry	Industrial Conglomerates
Sector	Industrials
Fiscal Year	01/31

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

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**FORM 8-K**

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**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)

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**RAVEN INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

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**South Dakota**

(State or other jurisdiction of incorporation)

**001-07982**

(Commission File Number)

**46-0246171**

(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)

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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))
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**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:

	<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Broker Non-Votes</b>		
<b>1. Election of Directors</b>					
Jason M. Andringa	28,597,327.933	205,855.600	5,067,072.000		
David L. Chicoine	28,641,263.345	161,920.188	5,067,072.000		
Thomas S. Everist	28,124,722.736	678,460.797	5,067,072.000		
Mark E. Griffin	28,298,598.900	504,584.633	5,067,072.000		
Kevin T. Kirby	28,430,549.979	372,633.554	5,067,072.000		
Marc E. LeBaron	27,879,803.979	923,379.554	5,067,072.000		
Daniel A. Rykhus	28,483,722.719	319,460.814	5,067,072.000		
Heather A. Wilson	Resigned	Resigned	Resigned		
	<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>	
<b>2. To approve, in a non-binding advisory vote, the compensation of our executive officers disclosed in the Proxy Statement.</b>					
	28,172,655.559	507,801.833	122,726.141	5,067,072.000	
	<b>One Year</b>	<b>Two Years</b>	<b>Three Years</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
<b>3. To approve, in a non-binding advisory vote, on the preferred frequency of non-binding advisory votes to approve our executive officer compensation.</b>					
	22,714,714.609	116,139.936	5,866,243.888	106,085.100	5,067,072.000
	<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>	
<b>4. Vote to renew the material terms of the 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).</b>					
	28,168,031.214	497,154.178	137,998.141	5,067,072.000	
	<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Abstentions</b>		
<b>5. Ratification of the appointment of Deloitte &amp; Touche, LLP as the Independent Registered Public Accounting Firm.</b>					
	33,279,283.677	135,597.260	455,374.596		

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
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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 thereunto duly authorized.

**RAVEN INDUSTRIES, INC.**

/s/ Steven E. Brazones

Vice President & Chief Financial  
Officer, Secretary

Date: May 30, 2017