

HAWKINS INC  
Form 8-K  
August 07, 2018

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)  
August 2, 2018

HAWKINS, INC.  
(Exact name of registrant as specified in charter)

Minnesota                      0-7647                      41-0771293  
(State of Incorporation)      (Commission      (I.R.S. Employer  
File Number)      Identification No.)

2381 Rosegate  
Roseville, MN 55113  
(Address of Principal Executive Offices, including Zip Code)  
(612) 331-6910  
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act (17 CFR 230.405) or Rule 12b-2 of the Exchange Act (17 CFR 240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07. Submission of Matters to a Vote of Security Holders.

At our annual meeting of shareholders held August 2, 2018, the following proposals, each as described in further detail in the definitive proxy statement filed by our company on June 29, 2018 (File No. 000-07647), were voted upon by our shareholders as set forth below:

Proposal One – Election of Directors

Our shareholders elected each of the eight nominees to our Board of Directors, based on the following votes:

| Director Nominee       | For       | Against | Broker Non-Vote |
|------------------------|-----------|---------|-----------------|
| John S. McKeon         | 7,686,406 | 236,997 | –               |
| Patrick H. Hawkins     | 7,789,434 | 133,969 | –               |
| James A. Faulconbridge | 7,627,557 | 295,846 | –               |
| Duane M. Jergenson     | 7,828,366 | 95,037  | –               |
| Mary J. Schumacher     | 7,815,476 | 107,927 | –               |
| Daniel J. Stauber      | 7,632,723 | 290,680 | –               |
| James T. Thompson      | 7,716,429 | 206,974 | –               |
| Jeffrey L. Wright      | 7,556,513 | 366,890 | –               |

Proposal Two – Approval of Amendment to Employee Stock Purchase Plan

Our shareholders approved an amendment to the Company’s Employee Stock Purchase Plan to increase the number of shares of Common Stock reserved for issuance thereunder by 250,000 shares, based on the votes listed below:

| For       | Against | Abstain | Broker Non-Vote |
|-----------|---------|---------|-----------------|
| 7,646,786 | 264,455 | 12,162  | –               |

Proposal Three – Advisory Vote to Approve Executive Compensation

Our shareholders approved, on an advisory basis, the compensation of our executive officers as disclosed in the above-referenced proxy statement, based on the votes listed below:

| For       | Against | Abstain | Broker Non-Vote |
|-----------|---------|---------|-----------------|
| 7,511,041 | 379,465 | 32,897  | –               |

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.

HAWKINS, INC.

HAWKINS, INC.

Date: August 7, 2018 By: /s/Richard G. Erstad  
Richard G. Erstad  
Vice President, General Counsel and Secretary