

GOLDFIELD CORP  
Form 8-K  
June 02, 2016

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  
Date of Report (Date of earliest event reported) June 2, 2016

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THE GOLDFIELD CORPORATION  
(Exact name of registrant as specified in its charter)

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|   |                                    |  |
|---|------------------------------------|--|
| Delaware<br>(State or other jurisdiction of<br>incorporation) | 1-7525<br>(Commission File Number) | 88-0031580<br>(IRS Employer<br>Identification No.) |
|---|------------------------------------|--|

1684 West Hibiscus Blvd.  
Melbourne, FL 32901  
(Address of principal executive offices and Zip Code)

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Registrant's telephone number, including area code (321) 724-1700

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

Annual Meeting of Stockholders

On June 2, 2016, The Goldfield Corporation (the “Company”) held its Annual Meeting of Stockholders (the “Annual Meeting”). At the Annual Meeting, the stockholders elected five directors nominated by the Company’s Board of Directors and ratified or approved the following proposals described in the Company’s Proxy Statement dated April 27, 2016 and previously filed with the Securities and Exchange Commission.

I. Election of Five Directors

The stockholders of the Company elected five directors nominated by the Company’s Board of Directors. The voting results are set forth below:

| Name                | For        | Withheld  | Broker Non-Votes |
|---------------------|------------|-----------|------------------|
| David P. Bicks      | 9,785,864  | 2,186,711 | 8,580,472        |
| Harvey C. Eads, Jr. | 11,200,508 | 772,067   | 8,580,472        |
| John P. Fazzini     | 11,104,659 | 867,916   | 8,580,472        |
| Danforth E. Leitner | 11,037,187 | 935,388   | 8,580,472        |
| John H. Sottile     | 11,126,425 | 846,150   | 8,580,472        |

II. Ratification of the Appointment of KPMG LLP as the Company’s Independent Registered Public Accounting Firm for the year ending December 31, 2016

The stockholders of the Company ratified the appointment of KPMG LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2016. The voting results are set forth below:

| For        | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 20,352,828 | 149,450 | 50,769  | —                |

III. To Approve, On A Non-Binding Advisory Basis, the Compensation of the Company’s Named Executive Officers

The stockholders of the Company approved, on a non-binding advisory basis, the compensation of the Company’s named executive officers. The voting results are set forth below:

| For        | Against   | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 10,566,024 | 1,291,256 | 115,295 | 8,580,472        |

IV. To Approve The Goldfield Corporation Amended and Restated Performance-Based Bonus Plan, Including the Material Terms of the Plan, for Purposes of Section 162(m) of the Internal Revenue Code of 1986, as Amended

The stockholders of the Company approved The Goldfield Corporation Amended and Restated Performance-Based Bonus Plan, including the material terms of the plan, for purposes of Section 162(m) of the Internal Revenue Code of 1986, as amended. The voting results are set forth below:

| For        | Against   | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 10,626,264 | 1,253,884 | 92,427  | 8,580,472        |

These items were the only matters voted upon at the Annual Meeting.

SIGNATURE

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.

Dated: June 2, 2016

THE  
GOLDFIELD  
CORPORATION

By: /s/ STEPHEN R. WHERRY

Stephen R. Wherry

Senior Vice President, Chief Financial Officer (Principal Financial and Accounting Officer), Treasurer and  
Assistant Secretary