

Summer Infant, Inc.
Form 8-K
May 04, 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**

May 3, 2018

Date of Report (Date of earliest event reported)

SUMMER INFANT, INC.

(Exact Name of Registrant as Specified in Charter)

DELAWARE
(State or Other
Jurisdiction of Incorporation)

001-33346
(Commission File Number)

20-1994619
(IRS Employer
Identification No.)

1275 PARK EAST DRIVE
WOONSOCKET, RHODE ISLAND 02895

(Address of Principal Executive Offices) (Zip Code)

(401) 671-6550

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(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 (*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))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

On May 3, 2018, the Company held its 2018 Annual Meeting of Stockholders (the Annual Meeting). Set forth below are the matters submitted at the Annual Meeting by the Board to a vote of the Company s stockholders and the final results of the voting for each proposal.

Proposal 1: Election of Directors

Each of the following nominees for director was elected based on the following vote:

| Nominee | For | Against | Abstained | Broker Non-Votes |
|----------------------|------------|---------|-----------|------------------|
| Evelyn D An | 14,670,179 | 95,334 | 86,736 | 2,826,640 |
| Martin Fogelman | 14,668,586 | 96,927 | 86,736 | 2,826,640 |
| Robin Marino | 14,669,086 | 95,427 | 87,736 | 2,826,640 |
| Mark Messner | 14,669,170 | 96,243 | 86,836 | 2,826,640 |
| Alan Mustacchi | 14,669,186 | 95,227 | 87,836 | 2,826,640 |
| Andrew Train | 14,669,285 | 95,228 | 87,736 | 2,826,640 |
| Stephen J. Zelkowitz | 14,670,170 | 95,243 | 86,836 | 2,826,640 |

Proposal 2: Approval, on an Advisory Basis, of Named Executive Officer Compensation

The compensation of the Company s named executive officers for 2017 was approved by a non-binding advisory vote based on the following vote:

| For | Against | Abstained | Broker Non-Votes |
|------------|---------|-----------|------------------|
| 14,721,283 | 118,546 | 12,420 | 2,826,640 |

Proposal 3: Ratification of Appointment of RSM US LLP as Independent Auditor

The appointment of RSM US LLP as the independent registered public accounting firm for the Company for the fiscal year ending December 29, 2018 was ratified based on the following vote:

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| For | Against | Abstained |
|------------|----------------|------------------|
| 17,485,442 | 169,635 | 23,812 |

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.

SUMMER INFANT, INC.

Date: May 4, 2018

By:

/s/ William E. Mote, Jr.
William E. Mote, Jr.
Chief Financial Officer