

SCHMITT INDUSTRIES INC  
Form 8-K  
October 11, 2016

**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): October 7, 2016**

**SCHMITT INDUSTRIES, INC.**

**(Exact name of registrant as specified in its charter)**

**Oregon**  
**(State or other jurisdiction**  
**of incorporation or organization)**

**000-23996**  
**(Commission**  
**File Number)**

**93-1151989**  
**(I.R.S. Employer**  
**Identification Number)**

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**2765 N.W. Nicolai Street**

**Portland, Oregon** **97210-1818**  
**(Address of principal executive offices)** **(Zip Code)**  
**Registrant's telephone number, including area code: (503) 227-7908**

**Not Applicable**

**Former name or former address, if changed since last report**

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**

(a) Schmitt Industries, Inc. (the Company) held its Annual Meeting of Shareholders on October 7, 2016 (the Meeting).

(b) Two matters, which are more fully described in the Company's definitive proxy statement filed with the Securities and Exchange Commission, were submitted to a vote of security holders at the Meeting:

1. To elect directors for the next year;
2. To approve, on an advisory basis, the compensation of the Company's Named Executive Officers; and

At the Meeting, 1,831,833 shares of common stock were represented in person or proxy, which constituted 61.1 percent of the 2,995,910 shares of the Company outstanding and entitled to vote at the Meeting as of August 15, 2016, the record date of the Meeting, and a quorum. Each share was entitled to one vote at the Meeting.

1. **Election of Directors.** The following directors were elected at the Meeting by votes cast as follows:

	<b>Votes for</b>	<b>Votes Against or Withheld</b>	<b>Broker Non-votes</b>
Charles Davidson	1,153,619	678,214	
David M. Hudson	1,194,234	637,599	

2. **Say-on-Pay.** The proposal to approve, on an advisory basis, the Compensation of the Company's Named Executive Officers (as defined in the Proxy Statement) passed with the following votes:

<b>For</b>	<b>Against</b>	<b>Abstentions</b>	<b>Broker Non-votes</b>
1,107,142	657,414	67,277	

**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.

SCHMITT INDUSTRIES, INC.

October 11, 2016

By: /s/ Ann M. Ferguson  
Name: Ann M. Ferguson  
Title: Chief Financial Officer and Treasurer