

CONTINENTAL MATERIALS CORP

Form 8-K

May 24, 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 24, 2018 (May 23, 2018)

Date of Report (Date of earliest event reported)

CONTINENTAL MATERIALS Corporation

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-03834

(Commission File Number)

36-2274391

(IRS Employer Identification No.)

440 South LaSalle Street, Suite 3100

Chicago, IL

(Address of Principal Executive Offices)

60605

(Zip Code)

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(312) 541-7200

(Registrant's telephone number, including area code)

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 (see General Instruction A.2.):

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 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.

The 2018 Annual Meeting of the Stockholders of the Company was held on May 23, 2018.

Proposal 1. At that meeting, three individuals, all of whom are current directors, were nominated and elected to serve until the 2019 Annual Meeting by the following vote:

			Shares Withheld
Director	Shares For	Shares Against	
Thomas H. Carmody	1,232,777	—	59,161
Ronald J. Gidwitz	1,168,971	—	122,967
Darrell M. Trent	1,232,777	—	59,161

The following directors' terms of office continued after the 2018 Meeting until the Annual Meetings of the years as noted:

Directors	Expiration of Term
William D. Andrews	2019
Betsy R. Gidwitz	2019
James G. Gidwitz	2019
Ralph W. Gidwitz	2020
Theodore R. Tetzlaff	2020
Peter E Thieriot	2020

Proposal 2. The appointment of the independent auditing firm of BKD LLP was ratified by the following vote:

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For	Against	Abstain
1,607,945	7,826	—

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.

CONTINENTAL MATERIALS
CORPORATION

By: /s/ Mark S. Nichter
Name: Mark S. Nichter
Title: Vice President, CFO and Secretary

Date: May 24, 2018
