

Andersons, Inc.
Form 8-K
May 14, 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): May 11, 2018
The Andersons, Inc.

(Exact name of registrant as specified in its charter)

Ohio	000-20557	34-1562374
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1947 Briarfield Boulevard, Maumee, Ohio	43537
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(Address of principal executive offices)	(Zip Code)
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Registrant's telephone number, including area code: 419-893-5050
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))
- 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.

The annual meeting of the shareholders of The Andersons, Inc. was held on May 11, 2018 to elect nine directors, to provide advisory approval or disapproval of executive compensation, and to ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm. The results of the voting are as follows:

Proposal 1 - Election of directors:

Director	For	Against	Withheld	Non Votes
Patrick E. Bowe	21,858,590	—	695,026	4,225,552
Michael J. Anderson, Sr.	22,079,414	—	474,202	4,225,552
Gerard M. Anderson	22,183,719	—	369,897	4,225,552
Catherine M. Kilbane	22,012,096	—	541,520	4,225,552
Robert J. King, Jr.	21,819,595	—	734,021	4,225,552
Ross W. Manire	22,181,675	—	371,941	4,225,552
Patrick S. Mullin	22,136,571	—	417,045	4,225,552
John T. Stout, Jr.	22,170,557	—	383,059	4,225,552
Jacqueline F. Woods	21,767,864	—	785,752	4,225,552

Proposal 2 - Advisory approval or disapproval of executive compensation (non-binding):

For: 21,084,668
 Against: 1,403,777
 Abstain: 65,171
 Non Votes: 4,225,552

Proposal 3 - Ratification of appointment of Deloitte & Touche LLP as independent registered public accounting firm for the year ending December 31, 2018:

For: 26,563,388
 Against: 162,437
 Abstain: 53,343
 Non Votes: —

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.

The Andersons, Inc.

May 14, 2018 By: /s/ Anne Rex

Name: Anne Rex
Vice President, Corporate Controller &
Interim Chief Financial Officer
(Principal Accounting Officer)