

CEDAR FAIR L P
Form 8-K
June 04, 2014

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): June 4, 2014

CEDAR FAIR, L.P.
(Exact name of Registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)
One Cedar Point Drive, Sandusky, Ohio
(Address of principal executive offices)

1-9444
(Commission
File No.)

34-1560655
(I.R.S. Employer
Identification No.)
44870-5259
(Zip Code)

Registrant's telephone number, including area code: (419) 626-0830

N.A.
(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. 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))

ITEM 5.07 Submission of Matters to a Vote of Security Holders.

On June 4, 2014, Cedar Fair, L.P. (the "Company") held its annual meeting of unitholders (the "2014 Annual Meeting") at the Westin Cincinnati at 21 E. 5th Street in Cincinnati, Ohio to consider and vote upon three proposals submitted by the Board of Directors of Cedar Fair Management, Inc., the general partner of the Company.

The final voting results, which were certified by the inspector of election at the 2014 Annual Meeting, were as follows (55,834,875 units outstanding and entitled to vote as of the record date of the 2014 Annual Meeting):

1. To elect Gina D. France, Matthew A. Ouimet, and Tom Klein as Class III Directors of the general partner for a three-year term expiring in 2017.

Gina D. France

| | | |
|------------|----------|------------------|
| For | Withhold | Broker Non-Votes |
| 32,195,296 | 274,863 | 23,364,716 |

Matthew A. Ouimet

| | | |
|------------|----------|------------------|
| For | Withhold | Broker Non-Votes |
| 32,169,509 | 300,650 | 23,364,716 |

Tom Klein

| | | |
|------------|----------|------------------|
| For | Withhold | Broker Non-Votes |
| 32,195,172 | 274,447 | 23,365,256 |

2. To confirm the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm.

| | | | |
|------------|-----------|---------|------------------|
| For | Against | Abstain | Broker Non-Votes |
| 47,373,480 | 1,605,305 | 220,804 | 6,635,286 |

3. To approve, on an advisory basis, the compensation of the Company's named executive officers.

| | | | |
|------------|---------|---------|------------------|
| For | Against | Abstain | Broker Non-Votes |
| 31,189,724 | 841,833 | 438,599 | 23,364,719 |

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.

CEDAR FAIR, L.P.

By Cedar Fair Management, Inc., General Partner

By: /s/ Brian C. Witherow
 Brian C. Witherow
 Executive Vice President and
 Chief Financial Officer

Date: June 4, 2014