

ALAMO GROUP INC
Form 8-K
May 03, 2013

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 2, 2013

Alamo Group Inc.
(Exact name of registrant as specified in its charter)

State of Delaware
(State or Other Jurisdiction
of Incorporation)

0-21220
(Commission file number)

74-1621248
(I.R.S. Employer
Identification No.)

1627 E. Walnut
Seguin, Texas 78155
(Address of Registrant's principal executive offices, including zip code)

(830) 379-1480

(Registrant's telephone number, including area code)

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:

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 May 2, 2013, Alamo Group Inc. (the “Company”) held its annual meeting of stockholders (the “Annual Meeting”). The matters listed below were submitted to a vote of the stockholders through the solicitation of proxies, and the proposals are described in detail in the Company’s proxy statement filed with the Securities and Exchange Commission on March 28, 2013 (the “Proxy Statement”).

Set forth below, with respect to each proposal, are the number of votes cast for or against, the number of abstentions and the number of broker non-votes:

Proposal 1 — Election of directors

The majority of stockholders approved the election of all seven of the nominees for director to serve until the next Annual Meeting or until their successors are duly elected and qualified. The voting results were as follows:

| | For | Against | Abstain | Broker Non-Votes |
|--------------------|------------|---------|---------|---------------------|
| Roderick R. Baty | 10,963,966 | 29,745 | 3,939 | 694,378 |
| Helen W. Cornell | 10,969,049 | 24,676 | 3,926 | 694,377 |
| Jerry E. Goldress | 10,753,811 | 239,913 | 3,926 | 694,378 |
| David W. Grzelak | 10,961,781 | 31,450 | 4,421 | 694,376 |
| Gary L. Martin | 10,706,832 | 286,692 | 4,127 | 694,377 |
| Ronald A. Robinson | 10,967,157 | 26,364 | 4,129 | 694,378 |
| James B. Skaggs | 10,965,031 | 28,691 | 3,928 | 694,378 |

Proposal 2 - Approve the Company's Executive Incentive Plan

The majority of the stockholders approved the Company's Executive Incentive Plan. The voting results were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|---------------------|
| 10,871,145 | 114,758 | 11,474 | 694,378 |

Proposal 3 - Ratification of appointment of KPMG LLP as independent auditor for fiscal year 2013

The appointment of KPMG LLP to serve as the Company's independent auditor for the fiscal year ending December 31, 2013 was ratified. The voting results were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|---------------------|
| 11,648,516 | 26,558 | 16,953 | — |

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 authorized officer.

Date: May 7, 2012

Alamo Group Inc.

By: /s/ Robert H. George

Robert H. George

Vice President