

MGE ENERGY INC  
Form 8-K/A  
August 07, 2017

**United States**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**May 16, 2017**

Date of report (*date of earliest event reported*)

| <b>Commission<br/>File No.</b> | <b>Name of Registrant, State of Incorporation, Address<br/>of Principal Executive Offices, and Telephone No.</b>   | <b>IRS Employer<br/>Identification No.</b> |
|--------------------------------|--|--|
| 000-49965                      | <b>MGE Energy, Inc.</b><br><i>(a Wisconsin Corporation)</i><br>133 South Blair Street<br>Madison, Wisconsin 53788<br><br>(608) 252-7000<br><br>mgeenergy.com | 39-2040501                                 |

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 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.

**Explanatory Note**

On May 19, 2017, MGE Energy filed a current report on Form 8-K disclosing the results of the voting at its annual meeting of stockholders held on May 16, 2017. The purpose of this Amendment is to disclose our decision, in light of that voting, as to how frequently MGE Energy will include in its proxy materials a nonbinding advisory stockholder vote on the compensation of its executive officers.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

As previously reported, the frequency of one year received the greatest number of votes in response to the question as to how frequently MGE Energy should include in its proxy materials a nonbinding advisory stockholder vote on the compensation of its executive officers as reported in those proxy materials. Based upon those results, which followed the MGE Energy Board's recommendation, the Board has determined that MGE Energy should schedule the nonbinding advisory stockholder vote on executive compensation each year until the next required stockholder advisory vote on the frequency of stockholder advisory votes on executive compensation.

**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.

**MGE Energy, Inc.**  
*(Registrant)*

Date: August 7, 2017

/s/ Jeffrey C. Newman  
Jeffrey C. Newman

Executive Vice President, Chief Financial Officer,

Secretary and Treasurer