

ARTS WAY MANUFACTURING CO INC  
Form 8-K/A  
August 30, 2013

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**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 20549**

**FORM 8-K/A**

**Amendment No. 1**

Current Report Pursuant to Section 13 OR 15(d)  
of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **April 25, 2013**

**ART'S-WAY MANUFACTURING CO., INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation)

**000-05131**  
(Commission File Number)

**5556 Highway 9**

**Armstrong, Iowa 50514**  
(Address of principal executive offices) (Zip Code)

**42-0920725**  
(IRS Employer  
Identification No.)

**(712) 864-3131**

(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:

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))

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## **Explanatory Note**

This Amendment No. 1 to Current Report on Form 8-K/A (the “Amendment”) amends and supplements the Current Report on Form 8-K filed by Art’s-Way Manufacturing Co., Inc. (the “Company”) with the Securities and Exchange Commission on April 29, 2013. The sole purpose of the Amendment is to disclose the decision by the Company’s Board of Directors regarding how frequently the Company will conduct future non-binding and advisory stockholder votes on the compensation of the Company’s named executive officers.

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

As previously reported, on April 25, 2013, the Company held its 2013 Annual Meeting of Stockholders (the “Annual Meeting”). In its Current Report on Form 8-K filed on April 29, 2013, the Company reported the results of voting at the Annual Meeting, including the recommendation by its stockholders, on a non-binding and advisory basis, of a one-year frequency for non-binding and advisory votes on the compensation of the Company’s named executive officers.

The Company is hereby amending its Current Report on Form 8-K filed on April 29, 2013 as stated herein and as added by item 5 below.

5. In light of the recommendation at the Annual Meeting by its stockholders, on a non-binding and advisory basis, of a one-year frequency for non-binding and advisory votes on the compensation of the Company’s named executive officers, the Company will hold future non-binding and advisory stockholder votes on the compensation of the Company’s named executive officers every year until its next vote on the frequency of such stockholder advisory votes.

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**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.

Dated: August 30, 2013

**ART'S-WAY MANUFACTURING CO., INC.**

By: /s/ Carrie L. Majeski  
Carrie L. Majeski  
President, Chief Executive Officer  
and

interim Chief Financial Officer