

AIR T INC
Form 8-K
December 14, 2017

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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) December 11, 2017

Air T, Inc.

(Exact Name of Registrant as Specified in its Charter)

**Delaware
(State or Other Jurisdiction
of Incorporation)**

**001-35476
(Commission
File Number)
5930 Balsom Ridge Drive**

**52-1206400
(I.R.S. Employer
Identification No.)**

Denver, North Carolina 28037

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(Address of Principal Executive Offices)

(Zip Code)

(828) 464-8741

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former name or former address, if changed from 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 communication 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

(a) Air T, Inc. (the Company) held its 2017 annual meeting of stockholders on December 11, 2017.

(b) At the annual meeting:

Seth G. Barkett, Raymond E. Cabillot, William R. Foudray, Gary S. Kohler, Peter McClung, John A. Reeves, Andrew J. Stumpf, Nicholas J. Swenson and Travis Swenson were elected as directors;

the stockholders approved a resolution approving, on an advisory basis, the compensation paid to the Company's named executive officers as disclosed in the Company's proxy statement for the annual meeting; and

the stockholders approved a resolution ratifying the appointment of BDO USA, LLP as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2018.

The tabulation of votes with respect to each of these matters is set forth below:

Election of Directors

Director Nominee	Votes For	Votes Withheld	Broker Non-votes
Seth G. Barkett	1,460,393	20,001	460,437
Raymond E. Cabillot	1,460,958	19,436	460,437
William R. Foudray	1,460,793	19,601	460,437
Gary S. Kohler	1,460,358	20,036	460,437
Peter McClung	1,463,293	17,101	460,437
John A. Reeves	1,460,993	19,401	460,437
Andrew J. Stumpf	1,441,958	38,436	460,437
Nicholas J. Swenson	1,463,258	17,136	460,437
Travis Swenson	1,460,993	19,401	460,437

Advisory Vote on Executive Compensation

Votes For	Votes Against	Votes Abstained	Broker Non-votes
1,469,837	7,706	2,850	460,438

Ratification of Appointment of Independent Registered Public Accounting Firm

Votes For	Votes Against	Votes Abstained
1,911,770	23,308	5,753

There were no broker non-votes with respect to the ratification of the independent registered public accounting firm.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 14, 2017

AIR T, INC.

By: /s/ Candice L. Otey
Candice L. Otey, Vice President-Finance,
Chief Financial Officer,
Secretary and Treasurer