

PIPER JAFFRAY COMPANIES
Form 8-K
May 10, 2012

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 9, 2012

Piper Jaffray Companies

(Exact name of registrant as specified in its charter)

Delaware

1-31720

30-0168701

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

800 Nicollet Mall, Suite 800, Minneapolis,
Minnesota

55402

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(612) 303-6000

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

- (a) The Company's 2012 annual meeting of shareholders was held on May 9, 2012. The holders of 15,550,919 shares of common stock, 81 percent of the outstanding shares entitled to vote as of the record date, were represented at the meeting in person or by proxy.
- (b) At the annual meeting, Andrew S. Duff, Michael R. Francis, B. Kristine Johnson, Addison L. Piper, Lisa K. Polsky, Frank L. Sims, Jean M. Taylor, Michele Volpi and Hope B. Woodhouse were elected as directors to serve a one-year term expiring at the annual meeting of shareholders in 2013. The following table shows the vote totals for each of these individuals:

Name	Votes For	Authority Withheld
Andrew S. Duff	12,348,439	1,133,831
Michael R. Francis	12,413,046	1,069,224
B. Kristine Johnson	12,419,537	1,062,733
Addison L. Piper	12,401,924	1,080,346
Lisa K. Polsky	12,129,455	1,352,815
Frank L. Sims	12,393,497	1,088,773
Jean M. Taylor	12,109,772	1,372,498
Michele Volpi	12,134,490	1,347,780
Hope B. Woodhouse	13,209,161	273,109

Broker non-votes for each director totaled 2,068,649.

At the annual meeting, our shareholders also approved the proposal to ratify the selection of Ernst & Young LLP as the independent auditor for 2012. The following table indicates the specific voting results for this proposal:

Proposal	Votes For	Votes Against	Abstentions
Ratify the selection of Ernst & Young LLP as the independent auditor for 2012.	15,284,932	114,552	151,435

At the annual meeting, our shareholders also cast an advisory vote to approve the compensation of officers disclosed in the proxy statement, or a say-on-pay vote. The following table indicates the specific voting results for this proposal:

Proposal	Votes For	Votes Against	Abstentions
Advisory resolution approving the compensation of the officers disclosed in the proxy statement, or a say-on-pay vote.	10,506,887	2,287,731	687,652

Broker non-votes for this proposal totaled 2,068,649.

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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.

Piper Jaffray Companies

May 10, 2012

By: *James L. Chosy*

Name: James L. Chosy

Title: General Counsel and Secretary