

DOUGLAS DYNAMICS, INC  
Form 8-K  
May 01, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

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

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Date of Report  
(Date of earliest  
event reported): **April 29, 2015**

**DOUGLAS DYNAMICS, INC.**

(Exact name of registrant as specified in its charter)

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

**001-34728**  
(Commission File  
Number)

**134275891**  
(IRS Employer  
Identification No.)

7777 North 73rd Street, Milwaukee, Wisconsin 53223

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(Address of principal executive offices, including zip code)

**(414) 354-2310**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

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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.

On April 29, 2015, Douglas Dynamics, Inc. (the Company) held its annual meeting of stockholders (the 2015 Annual Meeting). The name of each director elected at the 2015 Annual Meeting, a brief description of each other matter voted upon at the 2015 Annual Meeting and the number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes as to each such matter, as applicable, are set forth below.

Election of Two Directors to Terms Expiring at the 2018 Annual Meeting of Stockholders

| Name of Nominee    | Shares Voted For | Shares Withheld | Broker Non-Votes |
|--------------------|------------------|-----------------|------------------|
| James L. Packard   | 18,331,272       | 287,809         | 2,524,696        |
| Kenneth W. Krueger | 18,358,441       | 287,300         | 2,524,696        |

Election of One Director to a Term Expiring at the 2017 Annual Meeting of Stockholders

| Name of Nominee | Shares Voted For | Shares Withheld | Broker Non-Votes |
|-----------------|------------------|-----------------|------------------|
| James L. Janik  | 18,308,394       | 337,348         | 2,524,696        |

Advisory Vote on Approval of the Compensation of the Company's Named Executive Officers

| Shares Voted For | Shares Voted Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|-------------|------------------|
| 18,026,967       | 513,426              | 105,349     | 2,524,696        |

Ratification of the Appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm for 2015

| Shares Voted For | Shares Voted Against | Abstentions |
|------------------|----------------------|-------------|
| 21,092,721       | 33,172               | 44,545      |

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.

Date: May 1, 2015

DOUGLAS DYNAMICS, INC.

By: /s/ Robert McCormick  
Robert McCormick  
Executive Vice President, Chief Financial  
Officer and Secretary