

RELIANCE STEEL & ALUMINUM CO
Form 8-K
May 18, 2018

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 16, 2018**

RELIANCE STEEL & ALUMINUM CO.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-13122
(Commission File Number)

95-1142616
(I.R.S. Employer
Identification Number)

350 S. Grand Ave., Suite 5100
Los Angeles, CA 90071

(Address of principal executive offices) (Zip Code)

(213) 687-7700

(Registrant's telephone number, including area code)

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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))

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 pursuant to Section 13(a) of the Exchange Act.

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

(a) Reliance Steel & Aluminum Co. (the Company) held its Annual Meeting of Stockholders (Annual Meeting) on May 16, 2018; 65,302,967 shares were represented in person or by proxy, or 90.27% of the total shares outstanding.

(b) Stockholders voted on the matters set forth below:

1. The nominees for election to the Company's Board of Directors were elected to hold office until the Company's next Annual Meeting, based upon the following votes:

| Nominee | Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|------------------------|------------|---------------|-----------------|------------------|
| Sarah J. Anderson | 59,396,454 | 302,180 | 50,094 | 5,554,239 |
| Karen W. Colonias | 59,554,885 | 143,388 | 50,455 | 5,554,239 |
| John G. Figueroa | 59,362,231 | 351,553 | 34,944 | 5,554,239 |
| Thomas W. Gimbel | 59,030,600 | 682,914 | 35,214 | 5,554,239 |
| David H. Hannah | 59,383,191 | 344,026 | 21,511 | 5,554,239 |
| Douglas M. Hayes | 58,844,944 | 869,447 | 34,337 | 5,554,239 |
| Mark V. Kaminski | 58,962,811 | 750,795 | 35,122 | 5,554,239 |
| Robert A. McEvoy | 59,415,756 | 297,031 | 35,941 | 5,554,239 |
| Gregg J. Mollins | 59,554,349 | 168,924 | 25,455 | 5,554,239 |
| Andrew G. Sharkey, III | 59,193,731 | 522,560 | 32,437 | 5,554,239 |
| Douglas W. Stotlar | 59,593,513 | 103,423 | 51,792 | 5,554,239 |

2. The proposal to approve, on an advisory basis, the compensation of the Company's named executive officers was approved based upon the following votes:

The vote was 59,196,684 for; 483,221 against; and 68,823 abstentions. There were 5,554,239 broker non-votes.

3. The proposal to ratify the selection of KPMG LLP as the Company's independent registered public accounting firm for the 2018 fiscal year was approved based upon the following votes:

The vote was 64,939,683 for; 328,393 against; and 34,891 abstentions. There were no broker non-votes.

4. The stockholder proposal regarding changes to the Company's proxy access bylaw was not approved based upon the following votes:

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The vote was 16,912,701 for; 42,734,041 against; and 101,986 abstentions. There were 5,554,239 broker non-votes.

(c) Not applicable.

(d) Not applicable.

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.

RELIANCE STEEL & ALUMINUM CO.

Dated: May 18, 2018

By:

/s/ William A. Smith II
William A. Smith II
Senior Vice President, General Counsel and Corporate
Secretary