

SpartanNash Co
Form 8-K
June 03, 2016

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): June 2, 2016

SpartanNash Company

(Exact Name of Registrant as Specified in Charter)

| | | |
|------------------------------|--------------|---------------------|
| Michigan | 000-31127 | 38-0593940 |
| (State or Other Jurisdiction | (Commission | (IRS Employer |
| of Incorporation) | File Number) | Identification no.) |

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850 76th Street, S.W.

P.O. Box 8700

Grand Rapids, Michigan 49518-8700
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (616) 878-2000

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

As previously announced, Craig C. Sturken concluded his service as Chairman and a director of SpartanNash Company on June 2, 2016. The Board of Directors has appointed Dennis Eidson, the Company's President and Chief Executive Officer, to succeed Mr. Sturken as Chairman of the Board. Mr. Eidson will receive no additional compensation for his services as Chairman.

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

The Company held its annual meeting of shareholders on June 2, 2016. At that meeting, the Company's shareholders voted on the matters set forth below:

1. All of the nominees for election to the Board of Directors were elected, each for a term of office expiring at the annual meeting of shareholders to be held in 2017, by the following vote:

| | Votes Cast | | |
|----------------------|------------|-----------|------------------|
| | For | Withheld | Broker Non-Votes |
| M. Shân Atkins | 31,648,933 | 169,656 | 2,622,577 |
| Mickey P. Foret | 31,768,608 | 49,981 | 2,622,577 |
| Dennis Eidson | 30,733,052 | 1,085,537 | 2,622,577 |
| Frank M. Gambino | 31,650,600 | 167,989 | 2,622,577 |
| Douglas A. Hacker | 31,648,306 | 170,283 | 2,622,577 |
| Yvonne R. Jackson | 31,790,627 | 27,962 | 2,622,577 |
| Elizabeth A. Nickels | 31,651,799 | 166,790 | 2,622,577 |
| Timothy J. O'Donovan | 31,647,047 | 171,542 | 2,622,577 |
| Hawthorne L. Proctor | 31,784,316 | 34,273 | 2,622,577 |
| William R. Voss | 31,766,214 | 52,375 | 2,622,577 |

2. Shareholders approved, on a non-binding advisory basis, the compensation of the Company's named executive officers as disclosed in the Company's proxy statement, by the following vote:

| | |
|------------------|------------|
| Votes for | 30,541,551 |
| Votes against | 1,178,780 |
| Abstentions | 98,258 |
| Broker Non-Votes | 2,622,577 |

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3. Shareholders approved a proposal to ratify the selection of Deloitte & Touche LLP as the Company's independent auditors for the current fiscal year ending December 31, 2016 by the following vote:

| | |
|------------------|------------|
| Votes for | 34,270,331 |
| Votes against | 155,681 |
| Abstentions | 15,154 |
| Broker Non-Votes | 0 |

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Item 7.01 Regulation FD Disclosure.

On June 2, 2016, the Company issued a press release announcing the results of voting at the annual meeting. The press release is attached to this report as Exhibit 99.1 and is incorporated here by reference.

The information reported in this Item 7.01 (including the press release) is furnished to and not "filed" with the Commission for the purposes of the Securities Exchange Act of 1934, and it shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits: The following document is attached as an exhibit to this report on Form 8-K:

| Exhibit No. | Description |
|-------------|-------------|
|-------------|-------------|

| | |
|------|------------------------------------|
| 99.1 | Press Released dated June 2, 2016. |
|------|------------------------------------|

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 thereunto duly authorized.

Date: June 2, 2016 SpartanNash Company

By:

/s/ Christopher P.
Meyers
Christopher P.
Meyers

Executive Vice
President and

Chief Financial
Officer