

AVX Corp
Form 8-K/A
October 23, 2017
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

(Amendment No. 1)

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (date of earliest event reported): August 2, 2017

(Exact Name of Registrant as Specified in its Charter)

Delaware (State or other jurisdiction of incorporation or organization)	1-7201 (Commission File Number)	33 0379007 (I.R.S. Employer Identification Number)
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1 AVX Boulevard Fountain Inn, South Carolina (Address of principal executive offices)	29644 (Zip Code)
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(864) 967-2150
(Registrant's telephone number, including area code)

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:

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

Explanatory Note

On August 3, 2017, we filed the Current Report on Form 8-K (the “Original Filing”) disclosing the results of the voting at AVX Corporation’s Annual Meeting of Shareholders held on August 2, 2017. The sole purpose of this amendment is to disclose our decision regarding how frequently we will conduct shareholder advisory votes on the compensation of our named executive officers (“Say-on-Pay Votes”). No other changes have been made to the Original Filing.

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

As previously reported in the Original Filing, the majority of the votes cast by our shareholders voted, on an advisory basis, to hold a Say-on-Pay Vote every three years. Consistent with this recommendation by our shareholders, our Board of Directors has decided that it will include a Say-on-Pay Vote in the Company’s proxy materials every three years until the next stockholder vote on the frequency of Say-on-Pay Votes, which will be no later than our Annual Meeting of Shareholders in 2023.

SIGNATURE

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: October 23, 2017

AVX CORPORATION

By: /s/ Kurt P. Cummings

Name: Kurt P. Cummings

Title: Executive Vice President,
Chief Financial Officer
and Treasurer