

Allegiant Travel CO  
Form 8-K  
June 18, 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

Date of Report (Date of earliest event reported): June 18, 2015

Allegiant Travel Company

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(Exact name of registrant as specified in its charter)

|   |                                       |  |
|---|---------------------------------------|--|
| Nevada<br>(State or other jurisdiction of<br>incorporation) | 001-33166<br>(Commission File Number) | 20-4745737<br>(I.R.S. Employer Identification No.) |
|---|---------------------------------------|--|

|  |                     |
|--|---------------------|
| 1201 N. Town Center Drive,<br>Las Vegas, NV<br>(Address of principal executive<br>offices) | 89144<br>(Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code: (702) 851-7300

(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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Section 5 Corporate Governance and Management

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

The 2015 Annual Meeting of Stockholders of the Company was held on June 18, 2015. The following proposals were voted on with the results indicated below:

<sup>1</sup> Election of a Board of Directors of six members to hold office until the next Annual Meeting of Stockholders or until their respective successors have been elected or appointed.

|                           | Votes For  | Votes Withheld | Broker Non-votes |
|---------------------------|------------|----------------|------------------|
| Maurice J. Gallagher, Jr. | 15,719,860 | 300,129        | 579,541          |
| Montie Brewer             | 15,656,972 | 363,017        | 579,541          |
| Gary Ellmer               | 15,748,381 | 271,608        | 579,541          |
| Linda A. Marvin           | 10,261,715 | 5,728,274      | 579,541          |
| Charles Pollard           | 15,583,543 | 436,446        | 579,541          |
| John Redmond              | 14,492,557 | 1,527,432      | 579,541          |

<sup>2</sup> To ratify the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015:

|                   |            |
|-------------------|------------|
| Votes For:        | 16,515,651 |
| Votes Against:    | 82,632     |
| Votes Abstaining: | 1,247      |
| Broker Non-votes: | None       |

3. Stockholder proposal to preclude accelerated vesting of equity grants on change in control (proposal rejected):

|                   |           |
|-------------------|-----------|
| Votes For:        | 6,973,951 |
| Votes Against:    | 9,040,424 |
| Votes Abstaining: | 5,614     |
| Broker Non-votes: | 579,541   |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, Allegiant Travel Company has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 18, 2015

ALLEGIANT TRAVEL COMPANY

By: /s/ Scott Sheldon  
Name: Scott Sheldon  
Title: Chief Financial Officer