

Edgar Filing: Rexnord Corp - Form 8-K

Rexnord Corp  
Form 8-K  
July 28, 2017

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

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CURRENT REPORT

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

Date of Report (Date of earliest event reported): July 27, 2017

REXNORD CORPORATION

(Exact name of Registrant as specified in its charter)

Delaware    001-35475    20-5197013  
(State or Other Jurisdiction of Incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

247 Freshwater Way, Suite 300    53204  
Milwaukee, Wisconsin    (Zip Code)  
(Address of principal executive offices)

(414) 643-3739  
(Registrant's telephone number, including area code)

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(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

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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.

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

Rexnord Corporation (the “Company”) held its Fiscal 2018 Annual Meeting on July 27, 2017. The Company’s stockholders: (i) elected three directors to the Company’s Board of Directors to serve for three-year terms expiring at the Annual Meeting in fiscal 2021; and (ii) ratified the selection of Ernst & Young LLP as the Company’s independent registered public accounting firm for fiscal 2018. There were 103,716,778 outstanding shares of the Company’s common stock eligible to vote as of May 30, 2017, the record date for the Fiscal 2018 Annual Meeting.

The directors elected to the Company’s Board for terms expiring at the Annual Meeting in fiscal 2021, as well as the number of votes cast for, votes withheld and broker non-votes with respect to each of these individuals, are set forth below:

Director	Votes For	Votes Withheld	Broker Non-Votes
Thomas D. Christopoul	95,871,438	4,169,904	1,328,433
Paul W. Jones	93,812,872	6,228,470	1,328,433
John S. Stroup	97,329,204	2,712,138	1,328,433

The terms of office for the following directors continue until the Annual Meeting in the fiscal year set forth below:

Director	Term	Director	Term
Todd A. Adams	2019	Mark S. Bartlett	2020
Theodore D. Crandall	2019	David C. Longren	2020
Robin A. Walker-Lee	2019	George C. Moore	2020
		John M. Stropki	2020

The proposal to ratify the selection of Ernst & Young LLP as the Company’s independent registered public accounting firm for fiscal 2018 received the following votes:

Votes for approval: 99,334,331  
 Votes against: 1,446,817  
 Abstentions: 588,626  
 Broker Non-Votes: 0

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, Rexnord Corporation has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized this 28th day of July, 2017.

REXNORD CORPORATION

By: /S/ Patricia M. Whaley

Name: Patricia M. Whaley

Title: Vice President, General Counsel and Secretary