



- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.07 Submission of Matters to a Vote of Security Holders

The annual meeting of shareholders of REX American Resources Corporation (REX") was held on June 5, 2012, at which the following matters were submitted to a vote of shareholders:

1. Election of eight directors.

Nominee	For	Withheld
Stuart A. Rose	6,350,107	469,046
Lawrence Tomchin	3,888,925	2,930,228
Robert Davidoff	5,662,600	1,156,553
Edward M. Kress	5,933,958	885,195
Charles A. Elcan	3,650,207	3,168,946
David S. Harris	5,981,727	837,426
Mervyn L. Alphonso	6,424,854	394,299
Lee Fisher	6,424,919	394,234

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.

REX AMERICAN RESOURCES CORPORATION

Date: June 7, 2012 By: /s/ DOUGLAS L. BRUGGEMAN

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Name:	Douglas L. Bruggeman Vice President-Finance,
Title:	Chief Financial Officer and Treasurer

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