

Summit Materials, Inc.  
Form 8-K  
May 18, 2018

**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): **May 17, 2018**

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**SUMMIT MATERIALS, INC.**

(Exact Name of Registrant as Specified in Its Charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-36873**  
(Commission  
File Number)

**47-1984212**  
(IRS Employer  
Identification No.)

**1550 Wynkoop Street, 3rd Floor**  
**Denver, Colorado 80202**

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(Address of Principal Executive Offices) (Zip Code)

**(303) 893-0012**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former Name or Address, if Changed Since Last Report)

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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

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.**

On May 17, 2018, Summit Materials, Inc. (the Company) held its 2018 annual meeting of stockholders. At the annual meeting, stockholders voted on the matters disclosed in the Company's definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on March 30, 2018 (the Proxy Statement). The final voting results for the matters submitted to a vote of stockholders were as follows:

**Proposal No. 1 Election of Directors**

At the annual meeting, the Company's stockholders elected the persons listed below as Class III directors for a three-year term expiring at the Company's 2021 annual meeting of stockholders or until their respective successors are duly elected and qualified:

|                 | Votes<br>For | Votes Withheld | Broker<br>Non-Votes |
|-----------------|--------------|----------------|---------------------|
| Howard L. Lance | 73,920,464   | 30,644,326     | 4,021,478           |
| Anne K. Wade    | 80,528,392   | 24,036,398     | 4,021,478           |

**Proposal No. 2 Ratification of Independent Registered Public Accounting Firm**

The Company's stockholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 29, 2018.

| Votes<br>For | Votes<br>Against | Votes<br>Abstained | Broker<br>Non-Votes |
|--------------|------------------|--------------------|---------------------|
| 108,513,534  | 5,291            | 67,443             | N/A                 |

**Proposal No. 3 Non-Binding Vote on Executive Compensation**

The Company's stockholders approved, in a non-binding advisory vote, the compensation paid to the Company's named executive officers as disclosed in the Proxy Statement.

| Votes<br>For | Votes<br>Against | Votes<br>Abstained | Broker<br>Non-Votes |
|--------------|------------------|--------------------|---------------------|
| 102,937,156  | 1,546,959        | 80,675             | 4,021,478           |



**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.

SUMMIT MATERIALS, INC.

Date: May 18, 2018

By: /s/ Anne Lee Benedict  
Name: Anne Lee Benedict  
Title: Executive Vice President, Chief Legal Officer and Secretary