

GENERAC HOLDINGS INC.  
Form 8-K  
June 22, 2018  
**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

**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 21, 2018**

**Generac Holdings Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**                      **001-34627**    **20-5654756**  
(State or other jurisdiction    (Commission    (IRS Employer  
of incorporation)              File Number)    Identification No.)

**S45 W29290 Hwy. 59**  
**Waukesha, Wisconsin**                      **53189**  
(Address of principal executive offices)    (Zip Code)

**(262) 544-4811**

(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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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 June 21, 2018, Generac Holdings Inc. (“the Company”) held its annual meeting of stockholders in Waukesha, Wisconsin. At the meeting, the Company’s stockholders (1) elected each of the Company’s director nominees listed below for a three-year term; (2) ratified the appointment of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2018; and (3) approved an advisory, non-binding resolution to approve the compensation of the Company’s named executive officers.

Proposal No.1 — Election of Directors

| <b>Name</b>     | <b>Votes For</b> | <b>Withhold</b> | <b>Broker Non-Votes</b> |
|-----------------|------------------|-----------------|-------------------------|
| Robert D. Dixon | 53,323,055       | 621,009         | 3,735,069               |
| David A. Ramon  | 53,880,543       | 63,521          | 3,735,069               |
| William Jenkins | 53,847,441       | 96,623          | 3,735,069               |
| Kathryn Roedel  | 53,773,364       | 170,700         | 3,735,069               |

Proposal No. 2 — Ratification of the Appointment of Deloitte & Touche, LLP

**Votes For** **Votes Against** **Abstentions**  
 57,518,276 126,461 34,396

Proposal No. 3 — Advisory Vote on Executive Compensation

**Votes For** **Votes Against** **Abstentions** **Broker Non-Votes**  
 51,793,079 2,035,001 115,984 3,735,069

**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.

June 22, 2018

GENERAC HOLDINGS INC.

By: /s/ Raj Kanuru  
Raj Kanuru  
SVP, General Counsel & Secretary