WINMARK CORP Form 8-K April 28, 2016

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 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): April 27, 2016

# **Winmark Corporation**

(Exact Name of Registrant as Specified in Its Charter)

#### Minnesota

(State or Other Jurisdiction of Incorporation)

000-22012 (Commission File Number) 41-1622691

(I.R.S. Employer Identification Number)

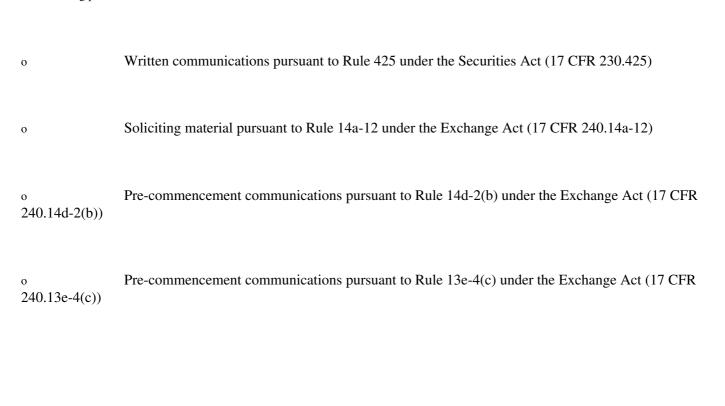
605 Highway 169 North, Suite 400, Minneapolis, Minnesota 55441

(Address of Principal Executive Offices) (Zip Code)

# Edgar Filing: WINMARK CORP - Form 8-K (763) 520-8500

(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:



#### Submission of Matters to a Vote of Security Holders

(a-b) At the Annual Shareholders meeting held on April 27, 2016, Winmark Corporation (the Company ) submitted to vote of security-holders the following matters that received the indicated votes:

#### 1. Set the number of members of the Board of Directors at eight:

FOR:	2,682,168
AGAINST:	1,569
ABSTAIN:	772
BROKER NON-VOTE:	470,804

#### 2. Election of Directors:

Item 5.07

			BROKER
NOMINEE	FOR	WITHHOLD	NON-VOTE
John L. Morgan	2,661,829	22,680	470,804
Lawrence A. Barbetta	2,675,440	9,069	470,804
Jenele C. Grassle	2,672,353	12,156	470,804
Brett D. Heffes	2,672,315	12,194	470,804
Kirk A. MacKenzie	2,674,805	9,704	470,804
Paul C. Reyelts	2,672,339	12,170	470,804
Mark L. Wilson	2,672,339	12,170	470,804
Steven C. Zola	2,640,683	43,826	470,804

#### 3. Advisory vote to approve executive compensation:

FOR:	2,676,562
AGAINST:	5,590
ABSTAIN:	2,357
BROKER NON-VOTE:	470,804

# 4. Ratify the appointment of GRANT THORNTON, LLP as independent registered public accounting firm for the 2016 fiscal year:

FOR:	3,145,254
AGAINST:	7,326
ABSTAIN:	2,733
BROKER NON-VOTE:	0

Item 7.01	Regulation FD Disclosure
shareholders. The quarterly of	any announced in a press release that its Board of Directors has approved the payment of a cash dividend to its ividend of \$0.10 per share will be paid on June 1, 2016 to shareholders of record on the close of business on ads will be subject to Board approval. A copy of the press release is attached as Exhibit 99.1 of this Current Report
Item 8.01	Other Events
shareholders The quarterly di	any announced in a press release that its Board of Directors has approved the payment of a cash dividend to its vidend of \$0.10 per share will be paid on June 1, 2016 to shareholders of record on the close of business on nds will be subject to Board approval. A copy of the press release is attached as Exhibit 99.1 of this Current
Item 9.01	Financial Statements and Exhibits
(d) Exhibi	ts
99.1 Press Release date	1 April 27, 2016

#### **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.

#### WINMARK CORPORATION

Date: April 28, 2016 By: /s/Anthony D. Ishaug

Anthony D. Ishaug

Chief Financial Officer and Treasurer

4

#### EXHIBIT INDEX

to

Form 8-K

Winmark Corporation

Exhibit Number Exhibit Description

99.1 Press Release dated April 27, 2016

5