

SIFCO INDUSTRIES INC  
Form 8-K  
March 21, 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) - March 18, 2016

SIFCO Industries, Inc.  
(Exact name of registrant as specified in its charter)

|  |                                    |  |
|--|------------------------------------|--|
| Ohio<br>(State or other jurisdiction of incorporation or organization)           | 1-5978<br>(Commission File Number) | 34-0553950<br>(I.R.S. Employer Identification No.) |
| 970 East 64th Street, Cleveland Ohio<br>(Address of principal executive offices) |                                    | 44103<br>(Zip Code)                                |

Registrant's telephone number, including area code: (216) 881-8600

(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 (See General Instruction A.2. below):

- Written communication 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))



Section 5 – Corporate Governance and Management

Item 5.07 Submission of Matters to a Vote of Security Holders

On March 18, 2016, the Company held its Annual Meeting of Shareholders. The following matters set forth in our definitive proxy statement on Schedule 14A dated January 29, 2016 and filed with the Securities and Exchange Commission were voted on at our annual meeting of shareholders and the results of such voting is indicated below.

<sup>1</sup> The eight nominees listed below were elected as directors of the Company, each to serve on the Board of Directors until the Company’s Annual Meeting in 2017, with the respective votes set forth opposite their names:

| Name of Director     | Votes For | Votes Withheld | Non Votes |
|----------------------|-----------|----------------|-----------|
| Jeffrey P. Gotschall | 3,943,157 | 311,434        | 0         |
| John G. Chapman, Sr. | 3,485,098 | 769,493        | 0         |
| Michael S. Lipscomb  | 3,909,178 | 345,413        | 0         |
| Donald C. Molten Jr. | 3,486,222 | 768,369        | 0         |
| Alayne L. Reitman    | 3,485,109 | 769,482        | 0         |
| Hudson D. Smith      | 3,929,740 | 324,851        | 0         |
| Mark S. Silk         | 3,646,931 | 607,660        | 0         |
| Norman E. Wells, Jr. | 3,486,982 | 767,609        | 0         |

<sup>2</sup> Ratify the designation of Grant Thornton LLP as the independent registered public accounting firm of the Company for fiscal 2016. Voting results on this proposal were as follows:

|         |           |
|---------|-----------|
| For     | 4,256,860 |
| Against | 7,648     |
| Abstain | 11,379    |

3. To cast a non-binding advisory note on executive compensation (say-on-pay):

|         |           |
|---------|-----------|
| For     | 4,093,613 |
| Against | 20,142    |
| Abstain | 140,836   |

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SIFCO Industries, Inc.  
(Registrant)

Date: March 21, 2016

/s/ Salvatore Incanno  
Salvatore Incanno  
Vice President – Finance and Chief Financial Officer  
(Principal Financial Officer)