BLACK BOX CORP Form 8-K August 14, 2018 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): August 8, 2018

**Black Box Corporation** 

(Exact Name of Registrant as Specified in its Charter)

Delaware 0-18706 95-3086563 (State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification No.)

1000 Park Drive Lawrence, Pennsylvania

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (724) 746-5500

N/A

(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):

- 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))

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 o

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. o

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Item 5.07 Submission of Matters to a Vote of Security Holders.

On August 8, 2018, Black Box Corporation (the "Company") held its annual meeting of stockholders (the "2018 Annual Meeting"). The final voting results of the following proposals voted on at the 2018 Annual Meeting, each as described in further detail in the definitive proxy statement filed by the Company on July 16, 2018 (File No. 000-18706) (the "Proxy Statement") are provided below.

Proposal 1. Each of the nominees for election to the Board was elected to hold office for a one-year term and until his respective successor is elected and qualified by the following votes:

Name	For	Withheld	Broker Non-Votes
Cynthia J. Comparin	7,124,704	269,500	6,108,019
Richard L. Crouch	5,528,810	1,865,344	6,108,019
Richard C. Elias	5,541,389	1,852,765	6,108,019
Thomas G. Greig	5,528,847	1,865,307	6,108,019
John S. Heller	7,124,610	269,544	6,108,019
Joel T. Trammell	6,908,733	485,421	6,108,019

Proposal 2. The ratification of the appointment by the Audit Committee of the Board of BDO USA, LLP as the independent registered public accounting firm of the Company for the fiscal year ending March 31, 2019 was approved by the following vote:

For: 12,738,295 Against: 309,838 Abstained: 233,730

Broker Non-Votes: 0

Proposal 3. The compensation of the Company's named executive officers, as disclosed in the Proxy Statement for the 2018 Annual Meeting, was not approved, on a non-binding advisory basis, by the following vote:

For: 3,211,614 Against: 4,140,805 Abstained: 41,735 Broker Non-Votes: 6,108,019

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### **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.

## **BLACK BOX CORPORATION**

Date: August 14, 2018

By: /s/ RONALD BASSO

Ronald Basso

Executive Vice President, General Counsel & Secretary

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