

ARGAN INC
Form 8-K
June 22, 2011

**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): June 21, 2011

ARGAN, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other Jurisdiction of
Incorporation)

001-31756

(Commission File Number)

13-1947195

(IRS Employer Identification No.)

One Church Street, Suite 201, Rockville, MD

(Address of Principal Executive Offices)

20850

(Zip Code)

Registrant's telephone number, including area code: **(301) 315-0027**

Not Applicable

(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:

- 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))

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

There were three (3) matters submitted to a vote of securities holders at the Argan, Inc. (Argan) Annual Meeting of Stockholders, which was held on June 21, 2011. Following are the three (3) proposals:

(1) To elect eight (8) directors to the Board of Directors of Argan to serve until the 2012 Annual Meeting of Stockholders and until their successors are duly elected and qualified or until their earlier resignation, death or removal.

The results of the voting were as follows:

| NAME OF DIRECTOR | VOTES FOR | VOTES WITHHELD | BROKER NON-VOTES |
|------------------------|-----------|----------------|------------------|
| Rainer H. Bosselmann | 9,007,469 | 49,323 | 1,240,063 |
| Henry A. Crumpton | 8,984,182 | 72,610 | 1,240,063 |
| Cynthia A. Flanders | 8,984,352 | 72,440 | 1,240,063 |
| DeSoto S. Jordan | 8,544,654 | 512,138 | 1,240,063 |
| William F. Leimkuhler | 8,892,685 | 164,107 | 1,240,063 |
| Daniel A. Levinson | 8,983,691 | 73,101 | 1,240,063 |
| W.G. Champion Mitchell | 8,976,411 | 80,381 | 1,240,063 |
| James W. Quinn | 8,846,703 | 210,089 | 1,240,063 |

(2) To approve the Argan, Inc. 2011 Stock Plan (the Plan) and the allocation of 500,000 shares of Argan s common stock reserved for issuance under the Plan.

The results of the voting were as follows:

| | |
|------------------|-----------|
| VOTES FOR | 8,120,127 |
| VOTES AGAINST | 918,895 |
| ABSTAINED | 17,770 |
| BROKER NON-VOTES | 1,240,063 |

(3) To ratify the appointment of Grant Thornton LLP as independent registered public accountants for Argan for the fiscal year ending January 31, 2012.

The results of the voting were as follows:

| | |
|------------------|------------|
| VOTES FOR | 10,189,390 |
| VOTES AGAINST | 2,936 |
| ABSTAINED | 104,529 |
| BROKER NON-VOTES | 0 |

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.

ARGAN, INC.

Date: June 22, 2011

By: /s/ Arthur Trudel
Arthur Trudel
Senior Vice President and
Chief Financial Officer