

ARGAN INC
Form 8-K
June 26, 2015

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 24, 2015

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.

At the Annual Meeting of the Stockholders of Argan, Inc. which was held on June 24, 2015 (the 2015 Annual Meeting), the following four (4) matters were resolved by the stockholders of Argan, Inc. (the Company).

- (1) The election of the following nine (9) directors to the Board of Directors of the Company, each to serve until the 2016 Annual Meeting of Stockholders and until his/her successor has been elected and qualified or until his/her earlier resignation, death or removal:

Rainer H. Bosselmann

Henry A. Crumpton

Cynthia A. Flanders

Peter W. Getsinger

William F. Griffin, Jr.

William F. Leimkuhler

W.G. Champion Mitchell

James W. Quinn

Brian R. Sherras

- (2) The approval of the amendment of the Company's 2011 Stock Plan in order to increase the total number of shares of the Company's common stock reserved for issuance thereunder from 1,250,000 to 2,000,000 shares.
- (3) The ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accountants for the year ending January 31, 2016.
- (4) The nonbinding advisory approval of the Company's executive compensation (the say-on-pay vote). A schedule presenting the number of votes cast by the Company's stockholders is attached to this report as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Results of the Voting at the 2015 Annual Meeting of the Stockholders of Argan, Inc. |

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 26, 2015

By: /s/ Cynthia A. Flanders
Cynthia A. Flanders
Senior Vice President and
Chief Financial Officer

EXHIBIT INDEX

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