

WILLAMETTE VALLEY VINEYARDS INC

Form 8-K

July 19, 2017

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): July 16, 2017

Willamette Valley Vineyards, Inc.

(Exact name of Company as specified in its charter)

Oregon

0-21522

93-0981021

(State or other

jurisdiction of (Commission File No.)  
incorporation)

(I.R.S. Employer  
Identification No.)

8800 Enchanted Way SE

Turner, OR 97392

(Address of principal executive offices)

(503) 588-9463

Registrant's telephone number, including area code

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

Annual Meeting of Shareholders

The 2017 Annual Meeting of Shareholders (the “Annual Meeting”) of Willamette Valley Vineyards, Inc. (the “Company”) was held July 16, 2017 in Turner, Oregon. A total of 4,382,549 shares of Common Stock, representing approximately 85.75% of the shares outstanding and eligible to vote and constituting a quorum, were represented in person or by valid proxies at the Annual Meeting. The final results for each of the matters submitted to a vote of shareholders at the Annual Meeting are as follows:

Proposal 1 – Election of Directors:

All of the nominees for director were elected to serve until the Company’s Annual Meeting in the indicated years with the respective votes set forth opposite their names:

|                       | Year | Votes Cast For |            | Votes Withheld |            |
|-----------------------|------|----------------|------------|----------------|------------|
|                       | Term |                | % of       |                | % of       |
| Nominees for Director | Ends | Number         | Votes Cast | Number         | Votes Cast |
| James W. Bernau       | 2020 | 1,543,962      | 94.30%     | 93,315         | 5.70%      |
| Christopher L. Sarles | 2020 | 1,547,665      | 94.53%     | 89,612         | 5.47%      |
| Sean M. Cary          | 2020 | 1,542,094      | 94.19%     | 95,183         | 5.81%      |

Proposal 2 – Ratification of Appointment of Independent Auditors:

The shareholders ratified the appointment of Moss Adams LLP as independent auditors for the 2017 fiscal year by the votes set forth in the following table:

| Votes Cast For |            | Votes Cast Against |            | Abstain |            | Broker    |
|----------------|------------|--------------------|------------|---------|------------|-----------|
|                | % of       |                    | % of       |         | % of       |           |
| Number         | Votes Cast | Number             | Votes Cast | Number  | Votes Cast | Non-Votes |
| 4,300,566      | 98.13%     | 54,438             | 1.24%      | 27,545  | 0.63%      | NA        |

Proposal 3–Advisory (Non-Binding) Approval of Company’s Executive Compensation:

The Company’s shareholders approved, on an advisory basis, the compensation of the Company’s named executive officers, as disclosed in the Company’s Proxy Statement, by the votes set forth in the following table:

| Votes Cast For |            | Votes Cast Against |            | Abstain |            | Broker    |
|----------------|------------|--------------------|------------|---------|------------|-----------|
|                | % of       |                    | % of       |         | % of       |           |
| Number         | Votes Cast | Number             | Votes Cast | Number  | Votes Cast | Non-Votes |
| 1,506,353      | 92.00%     | 71,603             | 4.37%      | 59,319  | 3.63%      | 2,745,274 |

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.

WILLAMETTE VALLEY  
VINEYARDS, INC.

Date: July 16, 2017      By:      /s/ JAMES W.  
BERNAU

James W. Bernau  
President