

NORTHWEST PIPE CO  
Form 8-K  
June 08, 2015  
UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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FORM 8-K

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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 4, 2015

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NORTHWEST PIPE COMPANY

(Exact name of registrant as specified in its charter)

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OREGON                      0-27140              93-0557988  
(State or other jurisdiction (Commission (I.R.S. Employer  
of incorporation)              File Number) Identification No.)

5721 SE Columbia Way, Suite 200

Vancouver, WA 98661

**(360) 397-6250**

**(Address, including zip code, and telephone number, including  
area code, of registrant's principal executive offices)**

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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))

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Item 5.07. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the Annual Meeting of Shareholders for Northwest Pipe Company (“The Company”) on June 4, 2015, the Company’s shareholders: (i) elected three directors; (ii) approved, on an advisory basis, the compensation paid to the Company’s named executive officers; and (iii) ratified the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2015. Set forth below are the voting results for each of these proposals.

Proposal 1: Election of three directors:

Nominee	For	Withheld	Broker Non-votes
Michelle G. Applebaum (two-year term)	7,909,654	229,594	852,508
Keith R. Larson (three-year term)	6,622,378	1,516,870	852,508
Richard A. Roman (three-year term)	7,031,875	1,107,373	852,508

Proposal 2: Advisory vote on executive compensation:

For	Against	Abstain	Broker Non-votes
7,975,742	47,713	115,793	852,508

Proposal 3: Ratification of the appointment of PricewaterhouseCoopers LLP as the Company’s independent registered public accountants for the year ending December 31, 2015:

For	Against	Abstain	Broker Non-votes
8,982,223	9,393	140	—

**SIGNATURE**

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 thereunto duly authorized on June 8, 2015.

**NORTHWEST PIPE COMPANY**  
(Registrant)

By/s/ ROBIN GANTT  
**Robin Gantt,**

**Senior Vice President, Chief Financial Officer and Corporate Secretary**