

AIR T INC  
Form 8-K  
August 19, 2016

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, DC 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 18, 2016**

**Air T, Inc.**

**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**001-35476**  
**(Commission File Number)**

**52-1206400**  
**(I.R.S. Employer**

**Identification No.)**

**3524 Airport Road**

**Maiden, North Carolina 28650**

**(Address of Principal Executive Offices)**

**(Zip Code)**

**(828) 464-8741**

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**(Registrant's Telephone Number, Including Area Code)**

**Not Applicable**

**(Former name or former address, if changed from 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):

- .. Written communication 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-4c)

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

(a) Air T, Inc. (the Company) held its 2016 annual meeting of stockholders on August 18, 2016.

(b) At the annual meeting:

Seth G. Barkett, William R. Foudray, Gary S. Kohler, Andrew L. Osborne, John A. Reeves, Andrew J. Stumpf and Nicholas J. Swenson were elected as directors;

the stockholders approved a resolution approving, on an advisory basis, the compensation paid to the Company's named executive officers as disclosed in the Company's proxy statement for the annual meeting; and

the stockholders approved a resolution ratifying the appointment of Dixon Hughes Goodman LLP as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2017.

The tabulation of votes with respect to each of these matters is set forth below:

*Election of Directors*

<b>Director Nominee</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-votes</b>
Seth G. Barkett	1,325,260	30,037	596,065
William R. Foudray	1,322,430	32,867	596,065
Gary S. Kohler	1,325,248	30,049	596,065
Andrew L. Osborne	1,322,048	33,249	596,065
John A. Reeves	1,322,620	32,677	596,065
Andrew J. Stumpf	1,284,336	70,961	596,065
Nicholas J. Swenson	1,322,848	32,449	596,065

*Advisory Vote on Executive Compensation*

<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstained</b>	<b>Broker Non-votes</b>
1,340,468	13,576	1,253	596,065

*Ratification of Appointment of Independent Registered Public Accounting Firm*

<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstained</b>
1,940,356	10,430	576

There were no broker non-votes with respect to the ratification of the independent registered public accounting firm.



**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 19, 2016

**AIR T, INC.**

By: /s/ Candice L. Otey  
Candice L. Otey, Vice President-  
Finance, Chief Financial Officer,  
Secretary and Treasurer