

AMERICAS CARMART INC  
Form 8-K  
September 02, 2016

**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): **August 31, 2016**

**AMERICA'S CAR-MART, INC.**

(Exact name of registrant as specified in its charter)

**Texas**

**0-14939**

**63-0851141**

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(State or other jurisdiction of incorporation) (Commission file number) (I.R.S. Employer Identification No.)

**802 SE Plaza Avenue, Suite 200, Bentonville, Arkansas 72712**

(Address of principal executive offices, including zip code)

**(479) 464-9944**

(Registrant's telephone number, including area code)

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**

The 2016 annual meeting of stockholders of America's Car-Mart, Inc. (the "Company") was held on August 31, 2016. The record date for such meeting was July 18, 2016 on which date there were a total of 7,826,447 shares of common stock outstanding and entitled to vote. The following matters were voted upon by the Company's stockholders at the annual meeting. The numbers of votes cast for, against or withheld as well as the number of abstentions and broker non-votes, for each of these matters are set forth below.

## 1. To elect directors for a term of one year:

|                      | Votes For | Votes Against | Votes Abstained | Broker Non-Votes |
|----------------------|-----------|---------------|-----------------|------------------|
| Daniel J. Englander  | 6,157,905 | 21,682        | 562             | 1,619,185        |
| Kenny Gunderman      | 6,157,905 | 21,682        | 562             | 1,619,185        |
| William H. Henderson | 6,145,514 | 34,073        | 562             | 1,619,185        |
| Eddie L. Hight       | 6,145,239 | 34,348        | 562             | 1,619,185        |
| Robert Cameron Smith | 6,158,055 | 21,532        | 562             | 1,619,185        |
| Jeffrey A. Williams  | 6,141,282 | 35,605        | 562             | 1,621,885        |
| Jim von Grep         | 5,525,251 | 654,336       | 562             | 1,619,185        |

## 2. To approve an advisory resolution regarding the Company's compensation of its named executive officers.

|                  |           |
|------------------|-----------|
| Votes For        | 6,152,905 |
| Votes Against    | 11,220    |
| Votes Abstained  | 16,024    |
| Broker Non-Votes | 1,619,185 |

## 3. To ratify the selection of Grant Thornton LLP as the independent registered public accounting firm for the fiscal year ending April 30, 2017.

|                  |           |
|------------------|-----------|
| Votes For        | 7,770,259 |
| Votes Against    | 16,000    |
| Votes Abstained  | 13,075    |
| Broker Non-Votes | 0         |

No additional business or other matters came before the meeting or any adjournment thereof.

**Item 8.01 Other Matters**

On August 31, 2016, the Board of Directors of the Company elected Jim von Grep as Chairman of the Board. Mr. von Grep will receive an additional \$10,000 annual retainer to serve as Chairman of the Board. He will continue to serve on the nominating, compliance, audit and compensation committees of the Board. Mr. von Grep has served as a director since December 2015.

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.

America's Car-Mart, Inc.

Date: September 2, 2016 /s/ Jeffrey A. Williams  
Jeffrey A. Williams  
Chief Financial Officer, President and Secretary  
(Principal Financial Officer)