

SOUTH JERSEY INDUSTRIES INC  
Form 8-K  
May 01, 2019

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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): April 26, 2019

SOUTH JERSEY INDUSTRIES, INC.

(Exact Name of Registrant as Specified in Charter)

New Jersey 1-6364 22-1901645  
(State or Other Jurisdiction of Incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

1 South Jersey Plaza, Folsom, NJ 08037  
(Address of Principal Executive Offices) (Zip Code)

(609) 561-9000  
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On April 26, 2019, the Company held its 2019 annual meeting of shareholders. At the meeting, the shareholders voted on (1) the election of ten directors nominated by the Board for one-year terms, (2) an advisory resolution to approve executive compensation, and (3) the ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2019.

The number of votes cast for or against and the number of abstentions and broker non-votes with respect to each matter voted upon, as applicable, are set forth below.

|  | Votes For  | Votes Withheld   | Abstentions | Broker<br>Non-Votes |
|--|------------|------------------|-------------|---------------------|
| Proposal 1: Election of Directors  |            |                  |             |                     |
| Sarah M. Barpoulis   | 70,525,055 | 1,438,631        | 82,475      | 12,942,322          |
| Thomas A. Bracken  | 69,896,024 | 2,055,725        | 94,412      | 12,942,322          |
| Keith S. Campbell  | 69,251,105 | 2,700,274        | 94,782      | 12,942,322          |
| Victor A. Fortkiewicz  | 70,414,438 | 1,531,730        | 99,993      | 12,942,322          |
| Sheila Harnett-Devlin  | 70,644,613 | 1,316,235        | 85,313      | 12,942,322          |
| Walter M. Higgins III  | 69,180,075 | 2,772,073        | 94,013      | 12,942,322          |
| Sunita Holzer  | 70,464,861 | 1,501,359        | 79,941      | 12,942,322          |
| Michael J. Renna   | 70,506,520 | 1,379,317        | 160,324     | 12,942,322          |
| Joseph M. Rigby  | 70,452,609 | 1,504,385        | 89,167      | 12,942,322          |
| Frank L. Sims  | 71,671,213 | 278,121          | 96,827      | 12,942,322          |
|  |            |                  |             |                     |
|  | Votes For  | Votes Against    | Abstentions | Broker<br>Non-Votes |
| Proposal 2: Advisory Vote to Approve Executive Compensation  | 32,079,897 | 39,630,727       | 335,537     | 12,942,322          |
|  |            |                  |             |                     |
|  | Votes For  | Votes<br>Against | Abstentions | Broker<br>Non-Votes |
| Proposal 4: Ratification of Appointment of Deloitte & Touche LLP as Independent Registered Public Accounting Firm for 2018 | 82,004,855 | 2,875,214        | 108,414     | -                   |

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.

SOUTH JERSEY INDUSTRIES, INC.

Date: May 1, 2019 /s/ Cielo Hernandez  
Cielo Hernandez  
Senior Vice President and Chief Financial Officer

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