

SPS COMMERCE INC  
Form 8-K  
May 18, 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**

**May 18, 2016**

**Date of report (Date of earliest event reported)**

**SPS COMMERCE, INC.**  
**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State of Incorporation)**

**001-34702**  
**(Commission File Number)**

**41-2015127**  
**(I.R.S. Employer Identification**  
**No.)**

**333 South Seventh Street, Suite 1000**

**Minneapolis, MN**  
**(Address of Principal Executive Offices)**  
**(612) 435-9400**

**55402**  
**(Zip Code)**

**(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 (*see* General Instruction A.2. below):

- .. 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**

On May 18, 2016, SPS Commerce, Inc. (the Company) held its 2016 Annual Meeting of Stockholders and the Company's stockholders voted on the following matters:

*Election of Directors*

The following nominees were elected to serve as directors for a term that will last until the Company's 2017 Annual Meeting of Stockholders or until his or her successor is duly elected and qualified. The number of votes cast for and withheld from each nominee and the number of broker non-votes with respect to each nominee were as follows:

Name	Votes For	Votes Withheld	Broker Non-Votes
Archie C. Black	15,066,923	84,708	640,805
Martin J. Leestma	15,075,463	76,168	640,805
James B. Ramsey	15,040,835	110,796	640,805
Tami L. Reller	15,076,284	75,347	640,805
Michael A. Smerklo	15,076,243	75,388	640,805
Philip E. Soran	15,075,619	76,012	640,805
Sven A. Wehrwein	15,031,952	119,679	640,805

*Ratification of the Selection of KPMG LLP as the Company's Independent Auditor for 2016*

The Company's stockholders ratified the appointment by the Audit Committee of the Company's Board of Directors of KPMG LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016 by voting as follows:

For	Against	Abstain	Broker Non-Votes
15,772,651	4,864	14,921	0

*Advisory Vote on Approval of the Compensation of the Company's Named Executive Officers*

The Company's stockholders approved, on an advisory basis, the compensation of the Company's named executive officers by voting as follows:

For	Against	Abstain	Broker Non-Votes
14,790,771	340,085	20,775	640,805

**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.

**SPS COMMERCE, INC.**

Date: May 18, 2016

By: /s/ KIMBERLY K. NELSON

Kimberly K. Nelson

*Executive Vice President and Chief Financial Officer*