

LANDMARK BANCORP INC
Form 8-K
May 19, 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): **May 18, 2016**

Landmark Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

0-33203

(Commission File Number)

43-1930755

(I.R.S. Employer Identification
No.)

701 Poyntz Avenue

Manhattan, Kansas 66502

(Address of principal executive offices) (Zip code)

(785) 565-2000

(Registrant's telephone number, including area code)

N/A

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(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, the Company held its Annual Meeting of Stockholders in Manhattan, Kansas. Of the 3,580,826 shares of common stock eligible to vote at the Annual Meeting, 3,188,415 shares were represented in person or by proxy, representing approximately 89.0% of the outstanding shares. The final results of voting on each of the proposals submitted to stockholders at the Annual Meeting are as follows:

- 1) Election of three Class III members of the Board to serve a three-year term expiring in 2019:

Name	Votes For	Votes Against	Abstentions	Broker Non- Votes
Patrick L. Alexander	2,058,072	46,841	7,992	1,075,510
Jim W. Lewis	2,054,867	24,763	33,275	1,075,510
Michael E. Scheopner	2,051,400	28,031	33,474	1,075,510

- 2) Approval, in a non-binding, advisory vote, of the compensation of our named executive officers:

Votes For	Votes Against	Abstentions	Broker Non- Votes
1,772,770	297,787	42,348	1,075,510

- 3) Ratification of the appointment of Crowe Chizek LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016:

Votes For	Votes Against	Abstentions	Broker Non- Votes
3,121,909	35,950	30,556	-

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.

Date: May 19, 2016 **Landmark Bancorp, Inc.**

By: /s/ Mark A. Herpich
Name: Mark A. Herpich
Vice President,
Secretary, Treasurer
Title: and
Chief Financial
Officer