

DOUGLAS DYNAMICS, INC  
Form 8-K  
May 08, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act of 1934**

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Date of Report (Date of earliest event reported): **May 2, 2012**

**DOUGLAS DYNAMICS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other  
jurisdiction of  
incorporation)

**001-34728**  
(Commission File  
Number)

**134275891**  
(IRS Employer  
Identification No.)

**7777 North 73rd Street, Milwaukee, Wisconsin 53223**

(Address of principal executive offices, including zip code)

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**(414) 354-2310**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

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

On May 2, 2012, Douglas Dynamics, Inc. (the Company) held its annual meeting of stockholders (the 2012 Annual Meeting). The name of each director elected at the 2012 Annual Meeting, a brief description of each other matter voted upon at the 2012 Annual Meeting and the number of votes cast for, against or withheld, as well as the number of abstentions and broker non-votes as to each such matter, as applicable, are set forth below.

Election of Two Directors to Terms Expiring at the 2015 Annual Meeting of Stockholders

Name of Nominee	Shares Voted For	Shares Withheld	Broker Non-Votes
James L. Packard	17,252,465	94,847	1,949,296
Kenneth W. Krueger	17,253,069	94,243	1,949,296

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

Shares Voted For	Shares Voted Against	Abstentions	Broker Non-Votes
17,269,390	53,498	24,424	1,949,296

Ratification of the Appointment of Ernst & Young LLP as Independent Registered Public Accounting Firm for 2012

Shares Voted For	Shares Voted Against	Abstentions
19,201,649	84,590	10,369

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 8, 2012

DOUGLAS DYNAMICS, INC.

By:

/s/Robert McCormick  
Robert McCormick  
Executive Vice President, Chief Financial Officer and  
Secretary