

USANA HEALTH SCIENCES INC

Form 8-K

May 04, 2018

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**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 4, 2018

**USANA HEALTH SCIENCES, INC.**

(Exact name of registrant as specified in its charter)

Utah

(State or other jurisdiction of incorporation)

001-35024

(Commission File No.)

87-0500306

(IRS Employer Identification  
Number)

3838 West Parkway Boulevard

Salt Lake City, Utah 84120

(Address of principal executive offices, Zip Code)

Registrant's telephone number, including area code: (801) 954-7100

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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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.**

The Company held its Annual Meeting of Shareholders on May 2, 2018. A total of 24,066,524 shares (approximately 88.9%) of the issued and outstanding shares of USANA common stock were represented by proxy or in person at the meeting. The following matters were submitted and voted upon at the Annual Meeting:

1. USANA shareholders voted to elect seven individuals to the Board of Directors for the succeeding year as set forth below:

<b>Name</b>	<b>Number of Shares For</b>	<b>Number of Shares Withheld</b>	<b>Number of Shares Abstaining</b>	<b>Broker Non-Votes</b>
Myron W. Wentz, PhD	19,408,194	319,569	-	1,661,748
Robert Anciaux	19,429,277	298,486	-	1,661,748
Gilbert A. Fuller	15,732,299	3,995,464	-	1,661,748
Kevin G. Guest	19,557,392	170,371	-	1,661,748
Feng Peng	16,470,769	3,256,994	-	1,661,748
J. Scott Nixon	19,677,754	50,009	-	1,661,748
Frederic Winssinger	16,469,769	3,257,994	-	1,661,748

2. USANA shareholders voted to ratify the Board's selection of KPMG LLP as our independent registered public accounting firm for fiscal year 2018 as set forth below:

<b>Number of Shares For</b>	<b>Number of Shares Withheld</b>	<b>Number of Shares Abstaining</b>	<b>Broker Non-Votes</b>
21,338,760	7,835	42,916	-

3. USANA shareholders voted to approve, on an advisory basis, executive compensation as set forth below:

<b>Number of Shares For</b>	<b>Number of Shares Withheld</b>	<b>Number of Shares Abstaining</b>	<b>Broker Non-Votes</b>
19,535,583	142,328	49,852	1,661,748

**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.

**USANA HEALTH  
SCIENCES, INC.**

**By:** /s/ G. Douglas Hekking  
G. Douglas Hekking,  
Chief Financial Officer

Date: May 4, 2018