

FLOW INTERNATIONAL CORP

Form 8-K

September 17, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 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): September 13, 2012

FLOW INTERNATIONAL CORPORATION

(Exact Name of Registrant as Specified in Its Charter)

Washington

(State or Other Jurisdiction of Incorporation)

001-34443

(Commission File Number)

91-1104842

(IRS Employer Identification No.)

23500 64th Avenue South, Kent, Washington

(Address of Principal Executive Offices)

98032

(Zip Code)

(253) 850-3500

(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))

TABLE OF CONTENTS

<u>Item 5.07</u>	<u>Submission of Matters to a Vote of Security Holders</u>
<u>SIGNATURES</u>	

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

Flow International Corporation (the "Company") held its Annual Meeting of Shareholders on September 13, 2012. The following matters were voted on by the Company's shareholders:

Proposal Number One: Shareholders elected Jerry L. Calhoun, Richard P. Fox and Lorenzo C. Lamadrid for three-year terms. The results of the vote were as follows:

NOMINEE	For	Against	Abstain	Broker Non-Votes
Jerry L. Calhoun	30,694,047	1,272,360	3,112,798	6,625,041
Richard P. Fox	24,243,337	7,723,070	3,112,798	6,625,041
Lorenzo C. Lamadrid	24,003,890	7,957,317	3,117,998	6,625,041

Proposal Number Two: Shareholders approved, on an advisory basis, the Company's executive compensation programs. The results of the vote were as follows:

For	Against	Abstain	Broker Non-Votes
31,269,111	535,677	3,274,417	6,625,041

Proposal Number Three: Shareholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending April 30, 2013. The results of the vote were as follows:

For	Against	Abstain
38,469,035	77,595	3,157,616

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.

FLOW INTERNATIONAL CORPORATION
(Registrant)

Date: September 17, 2012

By: /s/ John S. Leness
John S. Leness
General Counsel and Secretary