

CALIFORNIA WATER SERVICE GROUP
Form 8-K
June 01, 2018

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 30, 2018**

CALIFORNIA WATER SERVICE GROUP

(Exact name of Registrant as Specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

1-13883
(Commission file number)

77-0448994
(I.R.S. Employer
Identification Number)

1720 North First Street
San Jose, California
(Address of principal executive offices)

95112
(Zip Code)

(408) 367-8200

(Registrant's telephone number, including area code)

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N/A

(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:

- 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))

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

Emerging growth company

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.

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

California Water Service Group (the Company) held its Annual Meeting of Stockholders on May 30, 2018 (the Annual Meeting). Stockholders acted on items of business at the Annual Meeting. The voting results are as follows:

1. The following nominees for Director were elected to serve until the 2019 Annual Meeting of Stockholders based upon the following votes:

| Nominee | Votes For | Votes Against | Abstentions | Broker Non-Votes |
|-------------------------|------------|---------------|-------------|------------------|
| Gregory E. Aliff | 35,154,632 | 232,127 | 156,621 | 7,884,556 |
| Terry P. Bayer | 34,981,682 | 419,992 | 141,706 | 7,884,556 |
| Edwin A. Guiles | 35,121,730 | 283,319 | 138,331 | 7,884,556 |
| Martin A. Kropelnicki | 35,128,384 | 259,924 | 155,072 | 7,884,556 |
| Thomas M. Krummel, M.D. | 34,911,526 | 495,223 | 136,631 | 7,884,556 |
| Richard P. Magnuson | 34,630,210 | 758,667 | 154,503 | 7,884,556 |
| Peter C. Nelson | 34,913,423 | 472,374 | 157,583 | 7,884,556 |
| Carol M. Pottenger | 35,250,989 | 172,140 | 120,251 | 7,884,556 |
| Lester A. Snow | 35,137,947 | 268,382 | 137,051 | 7,884,556 |

2. The proposal for an advisory vote on the compensation paid to the Company's named executive officers was approved as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 26,441,715 | 8,804,016 | 297,649 | 7,884,556 |

3. The appointment of Deloitte & Touche LLP as the independent registered public accounting firm of the Company for 2018 was ratified as follows:

| Votes For | Votes Against | Abstentions |
|------------|---------------|-------------|
| 42,548,229 | 625,286 | 254,351 |

4. The proposal for the Company's 2018 Employee Stock Purchase Plan was approved as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 34,979,735 | 348,059 | 215,586 | 7,884,556 |

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.

CALIFORNIA WATER SERVICE GROUP

Date: June 1, 2018

By: /s/ Thomas F. Smegal
Name: Thomas F. Smegal
Title: Vice President, Chief Financial Officer & Treasurer