

FreightCar America, Inc.  
Form 8-K  
May 14, 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 10, 2018**

**FREIGHTCAR AMERICA, INC.**

(Exact name of Registrant as specified in its charter)

**Delaware** 000-51237 25-1837219  
(State or other (Commission File Number) (IRS Employer  
jurisdiction of Identification  
incorporation)Number)

Two North Riverside Plaza, Suite 1300  
Chicago, Illinois 60606  
(Address of principal executive offices) (Zip Code)

(800) 458-2235

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(Registrant's telephone number, including area code)

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 in 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.

**Section 5 – Corporate Governance and Management**

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

FreightCar America, Inc. held its Annual Meeting of Stockholders on May 10, 2018. Set forth below are the voting results for each of the matters submitted to a vote of the stockholders.

1. Election of Directors

|                            | <b><u>For</u></b> | <b><u>Withheld</u></b> | <b><u>Abstain</u></b> | <b><u>Broker Non-Votes</u></b> |
|----------------------------|-------------------|------------------------|-----------------------|--------------------------------|
| James D. Cirar (Class I)   | 9,259,332         | 339,483                | —                     | 1,723,737                      |
| Malcolm F. Moore (Class I) | 8,886,243         | 712,572                | —                     | 1,723,737                      |
| James R. Meyer (Class III) | 9,388,934         | 209,881                | —                     | 1,723,737                      |

2. Advisory Vote on Executive Compensation

|                  |           |
|------------------|-----------|
| For              | 9,199,024 |
| Against          | 277,817   |
| Abstain          | 121,974   |
| Broker Non-Votes | 1,723,737 |

3. Approval of FreightCar America, Inc. 2018 Long Term Incentive Plan

|                  |           |
|------------------|-----------|
| For              | 6,536,249 |
| Against          | 3,048,075 |
| Abstain          | 14,491    |
| Broker Non-Votes | 1,723,737 |

4. Ratification of Appointment of Independent Registered Public Accounting Firm

|         |            |
|---------|------------|
| For     | 11,252,729 |
| Against | 48,026     |
| Abstain | 21,797     |



**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

FreightCar America,  
Inc.

Date: May 14, 2018 By: /s/ Georgia L. Vlamis  
Name: Georgia L. Vlamis  
Vice President,  
General Counsel,  
Title: Corporate Secretary  
and Human  
Resources