

GAMCO INVESTORS, INC. ET AL  
Form 8-K  
May 09, 2018

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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 9, 2018

GAMCO INVESTORS, INC.  
(Exact name of registrant as specified in its charter)

|   |   |  |
|---|---|--|
| Delaware<br>(State or other<br>jurisdiction of incorporation) | 1-14761<br><br>(Commission File Number) | 13-4007862<br><br>(IRS Employer<br>Identification No.) |
|---|---|--|

|   |                     |
|---|---------------------|
| One Corporate Center, Rye, NY<br>(Address of principal executive offices) | 10580<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code (914) 921-3700

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))

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.

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

The annual meeting of shareholders of GAMCO Investors, Inc. (“GAMCO”) was held on May 8, 2018. At the annual meeting: (1) seven persons were elected to serve as directors of GAMCO; (2) the appointment of Deloitte & Touche LLP as GAMCO’s independent registered public accounting firm for the year ending December 31, 2018 was ratified; and (3) the potential issuance of more than 1% of the Company’s issued and outstanding common stock to a related party of GAMCO was approved.

Set forth below, with respect to each of the matters submitted to shareholders, are the number of votes cast for or against or withheld, and the number of abstentions and broker non-votes, where applicable.

|                           | VOTES FOR   | VOTES WITHHELD | BROKER NON-VOTES |
|---------------------------|-------------|----------------|------------------|
| (1) Election of Directors |             |                |                  |
| NOMINEE                   |             |                |                  |
| Edwin L. Artzt            | 195,170,901 | 55,652         | -                |
| Raymond C. Avansino, Jr.  | 193,437,369 | 1,789,184      | -                |
| Leslie B. Daniels         | 195,186,277 | 40,276         | -                |
| Mario J. Gabelli          | 193,893,614 | 1,332,939      | -                |
| Eugene R. McGrath         | 195,173,060 | 53,493         | -                |
| Robert S. Prather, Jr.    | 193,910,690 | 1,315,863      | -                |
| Elisa M. Wilson           | 193,832,085 | 1,394,468      | -                |

|   | VOTES FOR   | VOTES AGAINST | ABSTAINED | BROKER NON-VOTES |
|---|-------------|---------------|-----------|------------------|
| (2) Ratification of independent registered public accounting firm | 195,212,271 | 11,962        | 2,320     | -                |

|   | VOTES FOR   | VOTES AGAINST | ABSTAINED | BROKER NON-VOTES |
|---|-------------|---------------|-----------|------------------|
| (3) Approval of potential issuance of more than 1% of the Company’s issued and outstanding common stock to a related party of GAMCO | 193,158,549 | 2,059,591     | 8,413     | -                |

SIGNATURE

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.

GAMCO Investors, Inc.

By: /s/ Kieran Caterina

Kieran Caterina  
Senior Vice-President and Co-Principal Financial Officer

Date: May 9, 2018

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