

SAIA INC  
Form 8-K  
May 01, 2015

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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):

April 27, 2015

Saia, Inc.

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

Delaware

0-49983

48-1229851

\_\_\_\_\_  
(State or other jurisdiction  
of incorporation)

\_\_\_\_\_  
(Commission  
File Number)

\_\_\_\_\_  
(I.R.S. Employer  
Identification No.)

11465 Johns Creek Parkway, Suite 400, Johns  
Creek, Georgia

30097

\_\_\_\_\_  
(Address of principal executive offices)

\_\_\_\_\_  
(Zip Code)

Registrant's telephone number, including area code:

770-232-5067

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:

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

On April 27, 2015, Saia, Inc. held its Annual Meeting of Stockholders. The matters listed below were submitted to a vote of Saia's stockholders through the solicitation of proxies, and the proposals are described in detail in Saia's Proxy Statement. The results of the stockholder vote are as follows:

**Proposal 1 Election of Directors**

The following individuals were elected to serve as Class II directors to hold office until the 2018 Annual Meeting of Stockholders and until their successors are elected and qualified.

Director Nominee	For	Against	Abstain	Broker Non-Votes
William F. Evans	22,774,941	39,713	16,914	757,893
Herbert A. Trucksess, III	21,956,111	859,841	15,616	757,893
Jeffrey C. Ward	22,747,564	62,449	21,555	757,893
Continuing Directors -----				
Linda J. French				
John J. Holland				
Richard D. O Dell				
Björn E. Olsson				
Douglas W. Rockel				

**Proposal 2 Approve the Annual Cash Bonus Plan**

Our stockholders approved the Annual Cash Bonus Plan disclosed in the Proxy Statement.

For	Against	Abstain	Broker Non-Votes
22,446,687	369,600	15,281	757,893

**Proposal 3 Advisory Vote on Executive Compensation**

Our stockholders approved, on an advisory basis, the compensation of the Named Executive Officers disclosed in the Proxy Statement.

For	Against	Abstain	Broker Non-Votes
22,437,446	378,963	15,159	757,893

**Proposal 4 Ratification of the Appointment of KPMG LLP as Saia's Independent Registered Public Accounting Firm for Fiscal Year 2015**

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Our stockholders ratified the appointment of KPMG LLP to serve as Saia's independent registered public accounting firm for the 2015 fiscal year.

For	Against	Abstain	Broker Non-Votes
23,185,307	380,077	24,077	0

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**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.

Saia, Inc.

*April 30, 2015*

By: *Stephanie R. Maschmeier*

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*Name: Stephanie R. Maschmeier*

*Title: Controller and Principal Accounting Officer*