Rexnord Corp Form 8-K July 28, 2017

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): July 27, 2017

REXNORD CORPORATION

(Exact name of Registrant as specified in its charter)

Delaware 001-35475 20-5197013

(State or Other Jurisdiction of Incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

247 Freshwater Way, Suite 300 53204 Milwaukee, Wisconsin (Zip Code) (Address of principal executive offices)

(414) 643-3739

(Registrant's telephone number, including area code)

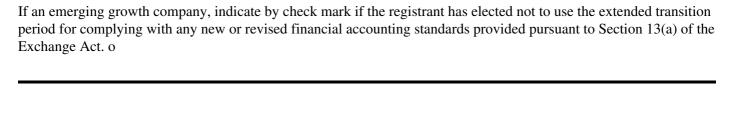
(Former name or former address, if changed since last report)

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o 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 o

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

Rexnord Corporation (the "Company") held its Fiscal 2018 Annual Meeting on July 27, 2017. The Company's stockholders: (i) elected three directors to the Company's Board of Directors to serve for three-year terms expiring at the Annual Meeting in fiscal 2021; and (ii) ratified the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal 2018. There were 103,716,778 outstanding shares of the Company's common stock eligible to vote as of May 30, 2017, the record date for the Fiscal 2018 Annual Meeting.

The directors elected to the Company's Board for terms expiring at the Annual Meeting in fiscal 2021, as well as the number of votes cast for, votes withheld and broker non-votes with respect to each of these individuals, are set forth below:

Director Votes For Votes Withheld Broker Non-Votes

Thomas D. Christopoul 95,871,438 4,169,904 1,328,433 Paul W. Jones 93,812,872 6,228,470 1,328,433 John S. Stroup 97,329,204 2,712,138 1,328,433

The terms of office for the following directors continue until the Annual Meeting in the fiscal year set forth below:

Director Term Director Term
Todd A. Adams 2019 Mark S. Bartlett 2020
Theodore D. Crandall 2019 David C. Longren 2020
Robin A. Walker-Lee 2019 George C. Moore 2020
John M. Stropki 2020

The proposal to ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal 2018 received the following votes:

Votes for approval: 99,334,331 Votes against: 1,446,817 Abstentions: 588,626

Broker Non-Votes: 0

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, Rexnord Corporation has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized this 28th day of July, 2017.

REXNORD CORPORATION

By: /S/ Patricia M. Whaley Name: Patricia M. Whaley

Title: Vice President, General Counsel and Secretary