

TENNANT CO  
Form 8-K  
December 18, 2015

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) December 17, 2015

TENNANT COMPANY  
(Exact name of registrant as specified in its charter)

|                   |              |                     |
|-------------------|--------------|---------------------|
| Minnesota         | 1-16191      | 41-0572550          |
| (State or other   | (Commission  | (IRS Employer       |
| jurisdiction      | File Number) | Identification No.) |
| of incorporation) |              |                     |

|  |            |
|--|------------|
| 701 North Lilac Drive, P.O. Box 1452     |            |
| Minneapolis, Minnesota                   | 55440      |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (763) 540-1200

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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) David Mathieson formally submitted to the Board of Directors of Tennant Company (the “Company”) his resignation from the Board effective as of January 1, 2016, in accordance with the Company’s policy under its Corporate Governance Principles, which requires directors to offer to step down from the Board when they retire from their employment. On December 17, 2015, the Board of Directors of the Company accepted Mr. Mathieson's resignation. Mr. Mathieson announced that he would retire from his position as Vice President of Finance and Chief Financial Officer of Rogers Corporation as of December 31, 2015. Mr. Mathieson’s term on the Company’s Board would have expired at the time of the April 2017 annual meeting of shareholders.

---

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.

Tennant Company

Date: December 18, 2015

By: /s/ Heidi M. Wilson  
Heidi M. Wilson  
Senior Vice President, General Counsel  
and Secretary