

RAVEN INDUSTRIES INC  
Form 8-K  
May 26, 2011

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**May 24, 2011**

**DATE OF REPORT**

**(Date of Earliest Event Reported)**

**RAVEN INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

**South Dakota**

(State of incorporation)

**001-07982**

(Commission File No.)

**46-0246171**

(IRS Employer Identification No.)

**205 East 6th Street, P.O. Box 5107, Sioux Falls, SD 57117-5107**

(Address of principal executive offices)

**(605) 336-2750**

(Registrant's telephone number including area code)

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.**

Raven Industries, Inc. held its Annual Meeting of Shareholders on May 24, 2011. Set forth below are the final voting results for each of the proposals submitted to a vote of the shareholders:

	<b>Votes For</b>	<b>Votes Against/Withheld</b>	<b>Broker Non-Votes</b>
1. Election of Directors			
Anthony W. Bour	12,362,434.904	2,623,026.527	2,163,075
Thomas S. Everist	14,931,318.904	54,142.527	2,163,075
Mark E. Griffin	14,930,745.904	54,715.527	2,163,075
Kevin T. Kirby	14,732,332.036	253,129.395	2,163,075
Marc E. LeBaron	14,946,344.952	39,116.479	2,163,075
Cynthia H. Milligan	14,735,365.073	250,096.358	2,163,075
Daniel A. Rykhus	14,932,775.523	52,685.908	2,163,075
		<b>Votes</b>	<b>Broker Non-Votes</b>
	<b>Votes For</b>	<b>Against/Withheld</b>	<b>Abstentions</b>
2. Approval in a non-binding advisory vote the compensation of our executive officers disclosed in the proxy statement.	14,011,170.362	143,776.774	830,514.295
			2,163,075
	<b>One Year</b>	<b>Two Years</b>	<b>Three Years</b>
3. To approve, by a non-binding advisory vote, the preferred frequency of advisory votes on executive compensation.	12,352,308.918	324,146.302	1,462,546.485
			846,459.726
			2,163,075
		<b>Votes</b>	<b>Broker Non-Votes</b>
	<b>Votes For</b>	<b>Against/Withheld</b>	<b>Abstentions</b>
4. Ratification of the appointment of PricewaterhouseCoopers as the Independent Registered Public Accounting Firm.	17,070,583.578	59,063.793	18,889.060

Based upon the submission of proxies and ballots by the required votes all directors/nominees have been elected, the executive compensation has been approved, the shareholders approved the preferred annual frequency of compensation advisory votes and PricewaterhouseCoopers, LLP has been ratified as the company's accounting firm. Each proposal was approved by the Company's stockholders by the required vote.

**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 thereunto duly authorized.

**RAVEN INDUSTRIES, INC.**

/s/ Thomas Iacarella  
Thomas Iacarella  
Vice President and CFO, Secretary and  
Treasurer  
(Principal Financial and Accounting  
Officer)

Date: May 26, 2011