

ARGAN INC  
Form 8-K  
June 27, 2012

**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): June 26, 2012**

**ARGAN, INC.**

**(Exact Name of Registrant as Specified in its Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-31756**  
**(Commission**  
  
**File Number)**

**13-1947195**  
**(IRS Employer**  
  
**Identification No.)**

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**One Church Street, Suite 201, Rockville, MD**

**(Address of Principal Executive Offices)**

**Registrant's telephone number, including area code: (301) 315-0027**

**20850**  
**(Zip Code)**

**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))

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

There were two (2) matters submitted to a vote of securities holders at the Argan, Inc. ( Argan ) Annual Meeting of Stockholders, which was held on June 26, 2012. Following are the two (2) proposals:

**(1) To elect eight (8) directors to the Board of Directors of Argan, each to serve until the 2013 Annual Meeting of Stockholders and until his/her successor has been elected and qualified or until his/her earlier resignation, death or removal.**

The results of the voting were as follows:

| NAME OF DIRECTOR        | VOTES FOR | VOTES WITHHELD | BROKER NON-VOTES |
|-------------------------|-----------|----------------|------------------|
| Rainer H. Bosselmann    | 7,353,735 | 77,126         | 1,175,974        |
| Henry A. Crumpton       | 7,362,173 | 68,688         | 1,175,974        |
| Cynthia A. Flanders     | 7,329,030 | 101,831        | 1,175,974        |
| William F. Griffin, Jr. | 7,363,789 | 67,072         | 1,175,974        |
| William F. Leimkuhler   | 7,343,650 | 87,211         | 1,175,974        |
| W.G. Champion Mitchell  | 7,197,585 | 233,276        | 1,175,974        |
| James W. Quinn          | 7,341,014 | 89,847         | 1,175,974        |
| Brian R. Sherras        | 7,363,789 | 67,072         | 1,175,974        |

**(2) To ratify the appointment of Grant Thornton LLP as independent registered public accountants for Argan for the fiscal year ending January 31, 2013.**

The results of the voting were as follows:

|               |           |
|---------------|-----------|
| VOTES FOR     | 8,600,468 |
| VOTES AGAINST | 1,733     |
| ABSTAINED     | 4,634     |

**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.

Date: June 27, 2012

ARGAN, INC.

By: /s/ Arthur F. Trudel  
Arthur F. Trudel  
Senior Vice President and  
Chief Financial Officer