

Seneca Foods Corp

Project Type: 8-K

EDGAR Submission Proof

Created At: 8/11/2022 5:08:11 PM EDT

Submission Information

Submission Type	8-K
Return Copy?	off
Contact Name	RDG Filings
Contact Phone	1-415-643-6080
Exchange(s)	NONE
Confirmation of Paper Copy?	off
Filer CIK	0000088948
Filer CCC	*****
Emerging Growth Company	False
ex Transition Period	False
Reporting Period	08/10/2022
Item List	5.07 7.01 9.01
Fiscal Year	03/31

Documents

8-K	FORM 8-K
------------	----------

iXBRL Cover Tags

Tag	Axis	Member	Content
dei:AmendmentFlag			false
dei:EntityCentralIndexKey			0000088948
dei:DocumentType			8-K
dei:DocumentPeriodEndDate			August 10, 2022
dei:EntityRegistrantName			SENECA FOODS CORPORATION
dei:EntityIncorporationStateCountryCode			New York
dei:EntityFileNumber			0-01989
dei:EntityTaxIdentificationNumber			16-0733425
dei:EntityAddressAddressLine1			350 WillowBrook Office Park
dei:EntityAddressCityOrTown			Fairport
dei:EntityAddressStateOrProvince			NY
dei:EntityAddressPostalZipCode			14450
dei:CityAreaCode			585
dei:LocalPhoneNumber			495-4100
dei:Security12bTitle	StatementClassOfStockAxis	CommonStockClassA	Common Stock Class A
dei:TradingSymbol	StatementClassOfStockAxis	CommonStockClassA	SENEA
dei:SecurityExchangeName	StatementClassOfStockAxis	CommonStockClassA	NASDAQ
dei:Security12bTitle	StatementClassOfStockAxis	CommonStockClassB	Common Stock Class B
dei:TradingSymbol	StatementClassOfStockAxis	CommonStockClassB	SENEB
dei:SecurityExchangeName	StatementClassOfStockAxis	CommonStockClassB	NASDAQ
dei:WrittenCommunications			<input type="checkbox"/>
dei:SolicitingMaterial			<input type="checkbox"/>
dei:PreCommencementTenderOffer			<input type="checkbox"/>
dei:PreCommencementIssuerTenderOffer			<input type="checkbox"/>
dei:EntityEmergingGrowthCompany			<input type="checkbox"/>

**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): **August 10, 2022**

SENECA FOODS CORPORATION
(Exact Name of Registrant as Specified in its Charter)

New York
(State or Other Jurisdiction of
Incorporation)

0-01989
(Commission File Number)

16-0733425
(IRS Employer Identification No.)

350 WillowBrook Office Park, Fairport, NY 14450
(Address of principal executive offices, including zip code)

(585) 495-4100
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Securities registered pursuant to Section 12(b) of the Exchange Act:

<u>Title of Each Class</u>	<u>Trading Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock Class A, \$0.25 Par	SENEA	NASDAQ Global Select Market
Common Stock Class B, \$0.25 Par	SENEB	NASDAQ Global Select Market

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))

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

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders

On August 10, 2022, Seneca Foods Corporation (the “Company”) held its 2022 Annual Meeting of Shareholders (“Annual Meeting”). As of the record date established in connection with the Annual Meeting, the following shares of voting stock were issued and outstanding:

Voting Stock	Shares Outstanding	Votes/Share
Class A Common Stock	6,452,343	0.05:1
Class B Common Stock	1,707,249	1:1
10% Cumulative Convertible Voting Preferred Stock - Series A	407,240	1:1
10% Cumulative Convertible Voting Preferred Stock - Series B	400,000	1:1
6% Cumulative Voting Preferred Stock*	200,000	1:1

*Votes on 6% Cumulative Preferred Stock can only be cast with respect to the elections of directors

The matters voted upon at the Annual Meeting and the results are set forth below.

Proposal 1: Election of Directors

At the Annual Meeting, Kathryn J. Boor, John P. Gaylord, Paul L. Palmby, and Kraig H. Kayser were elected directors of the Company. Ms. Boor, Mr. Gaylord, and Mr. Palmby will each serve until the 2025 Annual Meeting of Shareholders, Mr. Kayser will serve until the 2023 Annual Meeting of Shareholders, and all until each of their successors is duly elected and shall qualify.

Nominee	For	Withhold Authority	Broker Non-Votes
Kathryn J. Boor	2,416,605	156,127	380,933
John P. Gaylord	2,559,606	13,125	380,933
Paul L. Palmby	2,559,519	13,212	380,933
Kraig H. Kayser	2,549,550	23,182	380,933

Proposal 2: Ratification of Independent Registered Public Accounting Firm

At the Annual Meeting, the shareholders voted to ratify the appointment of Plante Moran, P.C. as the Company's independent registered public accounting firm for the fiscal year ending March 31, 2023.

For	Against	Abstain
2,783,151	664	294

Item 7.01 Regulation FD Disclosure

As of August 10, 2022, the Company's Board of Directors approved an amendment to the Company's stock repurchase program, which increased the maximum number of shares to be repurchased under the program up to 2,000,000 shares of the Company's Class A and/or Class B Common Stock, including the shares of convertible participating preferred stock. As of August 10, 2022, 916,534 shares may yet to be purchased under the program.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit 104 Cover Page Interactive Data File (embedded within Inline XBRL document)

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: August 12, 2022

SENECA FOODS CORPORATION

By: /s/ Timothy J. Benjamin

Timothy J. Benjamin
Chief Financial Officer