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**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): May 19, 2022



**Merit Medical Systems, Inc.**

(Exact name of registrant as specified in its charter)

**Utah**  
(State or other jurisdiction of  
incorporation or organization)

**0-18592**  
(Commission  
File Number)

**87-0447695**  
(I.R.S. Employer  
Identification No.)

**1600 West Merit Parkway**  
**South Jordan, Utah**  
(Address of principal executive offices)

**84095**  
(Zip Code)

**(801) 253-1600**  
(Registrant's telephone number, including area code)

**N/A**  
(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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, no par value	MMSI	Nasdaq Global Select Market

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.

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

On May 19, 2022, the Company held its Annual Meeting. A total of 56,634,691 shares of Common Stock were entitled to vote as of March 22, 2022, the record date for the Annual Meeting, of which 52,230,356 shares were represented in person or by proxy at the Annual Meeting.

At the Annual Meeting, the shareholders of the Company voted on the following proposals:

- (1) the election of four nominees, each to serve as a director of the Company until the 2025 Annual Meeting of Shareholders and until his or her successor is duly elected and qualified;
- (2) a non-binding advisory proposal to approve the compensation of the Company's named executive officers, otherwise known as a "say-on-pay" vote; and
- (3) a proposal to ratify the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022.

The results of each of the above proposals are discussed further below.

#### *Proposal 1 - Election of Directors*

The votes cast for or withheld for each director nominee were as follows:

Director Nominee	For	Against	Abstain	Broker Non-Votes
F. Ann Millner, Ed.D.	47,417,383	3,243,701	56,751	1,512,521
Thomas J. Gunderson	48,632,233	2,066,142	19,460	1,512,521
Laura S. Kaiser	49,757,095	941,720	19,020	1,512,521
Michael R. McDonnell	49,747,731	950,653	19,451	1,512,521

Accordingly, each of the four nominees listed above was elected to serve as a director of the Company until the 2025 Annual Meeting of Shareholders and until his or her successor is duly elected and qualified.

#### *Proposal 2 - Advisory Vote on Executive Compensation*

The results of the voting on a non-binding advisory proposal to approve the compensation of the Company's named executive officers were as follows:

For	Against	Abstain	Broker Non-Votes
48,531,076	2,153,980	32,779	1,512,521

Accordingly, a majority of votes cast with respect to the advisory "say-on-pay" proposal were "for" approval of the compensation of the Company's named executive officers, as disclosed in the Proxy Statement.

#### *Proposal 3 - Ratification of Appointment of Independent Registered Public Accounting Firm*

The voting results with respect to the proposal to ratify the appointment of Deloitte & Touche LLP to serve as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022 were as follows:

For	Against	Abstain
49,383,836	2,777,066	69,454

Accordingly, the Company's shareholders ratified the appointment of Deloitte and Touche LLP to serve as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2022.

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No other matters were submitted to a vote of shareholders at the Annual Meeting.

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**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Exhibit</u>
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MERIT MEDICAL SYSTEMS, INC.

Date: May 25, 2022

By: /s/ Brian G. Lloyd

Brian G. Lloyd

Chief Legal Officer and Corporate Secretary