

CEDAR FAIR L P  
Form 8-K  
June 08, 2016

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 8, 2016

CEDAR FAIR, L.P.  
(Exact name of Registrant as specified in its charter)

|   |                          |   |
|---|--------------------------|---|
| DELAWARE  | 1-9444                   | 34-1560655                              |
| (State or other jurisdiction<br>of incorporation) | (Commission<br>File No.) | (I.R.S. Employer<br>Identification No.) |
| One Cedar Point Drive, Sandusky, Ohio             |                          | 44870-5259                              |
| (Address of principal executive offices)          |                          | (Zip Code)                              |

Registrant's telephone number, including area code: (419) 626-0830

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 (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 5.07 Submission of Matters to a Vote of Security Holders.

On June 8, 2016, Cedar Fair, L.P. (the "Company") held its annual meeting of unitholders (the "2016 Annual Meeting") at the JW Marriott at the Mall of America, 2141 Lindau Lane in Minneapolis, Minnesota to consider and vote upon four proposals submitted by the Board of Directors of Cedar Fair Management, Inc., the general partner of the Company.

The final voting results, which were certified by the inspector of election at the 2016 Annual Meeting, were as follows (56,068,506 units outstanding and entitled to vote as of the record date of the 2016 Annual Meeting):

1. To elect Eric L. Affeldt, John M. Scott, III, and D. Scott Olivet as Class I Directors of the general partner for a three-year term expiring in 2019.

Eric L. Affeldt

|            |          |                  |
|------------|----------|------------------|
| For        | Withhold | Broker Non-Votes |
| 31,176,308 | 322,971  | 24,569,227       |

John M. Scott, III

|            |          |                  |
|------------|----------|------------------|
| For        | Withhold | Broker Non-Votes |
| 31,186,940 | 312,339  | 24,569,227       |

D. Scott Olivet

|            |          |                  |
|------------|----------|------------------|
| For        | Withhold | Broker Non-Votes |
| 31,163,255 | 336,024  | 24,569,227       |

2. To confirm the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm.

|            |           |         |                  |
|------------|-----------|---------|------------------|
| For        | Against   | Abstain | Broker Non-Votes |
| 47,160,985 | 1,526,797 | 187,034 | 7,193,690        |

3. To approve, on an advisory basis, the compensation of the Company's named executive officers.

|            |         |         |                  |
|------------|---------|---------|------------------|
| For        | Against | Abstain | Broker Non-Votes |
| 30,105,622 | 823,901 | 569,744 | 24,569,239       |

4. To approve and adopt the 2016 Omnibus Incentive Plan.

|            |         |         |                  |
|------------|---------|---------|------------------|
| For        | Against | Abstain | Broker Non-Votes |
| 29,782,684 | 949,940 | 766,638 | 24,569,244       |

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 hereunto duly authorized.

CEDAR FAIR, L.P.

By Cedar Fair Management, Inc., General Partner

By: /s/ Brian C. Witherow

Brian C. Witherow

Executive Vice President and

Chief Financial Officer

Date: June 8, 2016