

**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 12, 2020



**MSA SAFETY INCORPORATED**

(Exact name of registrant as specified in its charter)

**Pennsylvania**

(State or other jurisdiction of incorporation or organization)

**1-15579**

(Commission File Number)

**46-4914539**

(IRS Employer Identification Number)

**1000 Cranberry Woods Drive**

**Cranberry Township, Pennsylvania**

(Address of principal executive offices)

**16066-5207**

(Zip Code)

**Registrant's telephone number, including area code: 724-776-8600**

Former name or former address, if changed since last report: N/A

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	MSA	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.**

The annual meeting of shareholders of MSA Safety Incorporated was held on May 12, 2020. The following matters were acted upon:

**1. Election of Directors**

Diane M. Pearse, William M. Lambert and Nishan J. Vartanian were elected to serve until the Annual Meeting in 2023, by the following votes:

Nominee	Votes For	Votes Withheld	Broker Non-Votes
Diane M. Pearse	30,343,860	2,272,984	2,641,976
William M. Lambert	31,681,217	935,627	2,641,976
Nishan J. Vartanian	32,279,750	337,094	2,641,976

Continuing as directors, with terms expiring in 2021, are Thomas W. Giacomini, Sandra Phillips Rogers and John T. Ryan, III. Continuing as directors, with terms expiring in 2022, are Robert A. Bruggeworth, Gregory B. Jordan, Rebecca B. Roberts and William R. Sperry.

**2. Selection of Independent Registered Public Accounting Firm**

Ernst & Young LLP was selected as the independent registered public accounting firm for the year ending December 31, 2020, by the following votes:

Votes For	Votes Against	Abstentions
35,177,134	9,848	71,838

**3. Advisory Vote to Approve Executive Compensation**

The results of the advisory vote to approve the executive compensation of the Company's named executive officers were as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
31,899,587	662,387	54,870	2,641,976

**SIGNATURE**

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

MSA SAFETY INCORPORATED

(Registrant)

By           /s/ Stephanie L. Scullo

Stephanie L. Scullo

Vice President and Chief Legal Officer

Date: May 14, 2020

EXHIBIT INDEX

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the Inline XBRL document)