
**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): **January 29, 2019**

NEXEO SOLUTIONS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-36477
(Commission File Number)

46-5188282
(IRS Employer Identification
No.)

3 Waterway Square Place, Suite 1000
The Woodlands, Texas
(Address of principal executive offices)

77380
(Zip Code)

Registrant's telephone number, including area code: **(281) 297-0700**

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))

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.

(a) The Company held its Annual Meeting of Stockholders on January 29, 2019, at which the matters set forth below in response to Item 5.07(b) were submitted to a vote of the Company's stockholders. Percentages are based on the total votes cast on the proposal.

(b) The stockholders elected the following director nominees as Class III directors. The Class III directors term will expire at the Company's 2022 Annual Meeting of Stockholders:

Nominee	Votes For	Votes Withheld	Broker Non-Votes
Kenneth M. Burke	70,630,214	7,578,932	2,211,227
Thomas E. Zacharias	70,604,386	7,604,760	2,211,227
Robert J. Zatta	70,632,714	7,576,432	2,211,227

The stockholders voted as set forth below on the following proposals:

	Votes For	Against	Abstentions
Ratification of the Company's Independent Registered Public Accounting Firm	71,941,289	8,439,413	39,671

	Votes For	Against	Abstentions	Broker Non-Votes
Non-Binding Advisory Vote on Executive Compensation	77,032,061	996,643	180,442	2,211,227

As of the record date, December 4, 2018, there were 89,698,331 shares of common stock outstanding and entitled to vote at the Annual Meeting of Stockholders. On the meeting date, holders of 80,420,373 shares were present in person or by proxy.

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.

NEXEO SOLUTIONS, INC.

By: /s/ Michael B. Farnell, Jr.
Michael B. Farnell, Jr.
Executive Vice President and Chief Administrative Officer

Dated: February 4, 2019