

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 8, 2019

**GREEN PLAINS INC.**

(Exact name of registrant as specified in its charter)

**Iowa**

(State or other jurisdiction of incorporation)

**001-32924**

(Commission file number)

**84-1652107**

(IRS employer identification no.)

**1811 Aksarben Drive, Omaha, Nebraska**

(Address of principal executive offices)

**68106**

(Zip code)

**(402) 884-8700**

(Registrant's telephone number, including area code)

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.

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

<u>Title of each class</u>	<u>Trading Symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$0.001 per share	GPPE	The Nasdaq Stock Market LLC

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

The company held its 2019 annual meeting of shareholders on May 8, 2019, in Omaha, Nebraska. All matters voted on were approved. The numbers of shares cast for, against or withheld are as follows:

1. Proposal to elect three directors, each to serve three-year terms that expire at the 2022 annual meeting.

<b>Nominee Name</b>	<b>For</b>	<b>Withheld</b>
James Crowley	33,098,284	488,943
Gene Edwards	33,229,803	357,424
Gordon Glade	21,764,404	11,822,823

There were 7,835,653 broker non-votes with respect to this matter.

2. Proposal to ratify the selection of KPMG LLP as the Company's independent registered public accountants for the year ending December 31, 2019.

<b>For</b>	<b>Against</b>	<b>Abstain</b>
37,657,036	677,487	94,536

3. Proposal to ratify and approve adoption of the Green Plains Inc. 2019 Equity Incentive Plan.

<b>For</b>	<b>Against</b>	<b>Abstain</b>
33,006,523	505,363	75,341

There were 7,835,653 broker non-votes with respect to this matter.

4. Proposal to cast an advisory vote to approve the company's executive compensation.

<b>For</b>	<b>Against</b>	<b>Abstain</b>
31,313,019	2,210,798	63,410

There were 7,835,653 broker non-votes with respect to this matter.

No other matters were voted on at the annual meeting.

**Item 8.01. Other Events.**

On May 8, 2019, Green Plains Inc. announced that its board of directors approved a quarterly cash dividend of \$0.12 per share on the company's common stock. The dividend will be payable on June 14, 2019, to shareholders of record at the close of business on May 24, 2019.

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

(d) Exhibits. The following exhibits are filed as part of this report.

<u>Number</u>	<u>Description</u>
99.1	<u>Press release, dated May 8, 2019</u>

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**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.

**Green Plains Inc.**

Date: May 8, 2019

By: /s/ Michelle Mapes  
Michelle Mapes  
Chief Legal & Administration Officer and Corporate  
Secretary

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## Green Plains Declares Quarterly Cash Dividend

**OMAHA, Neb., May 8, 2019 (GLOBE NEWSWIRE)** – Green Plains Inc. (NASDAQ:GPPE) today announced that its board of directors declared a quarterly cash dividend of \$0.12 per share on the company’s common stock, payable on June 14, 2019, to shareholders of record at the close of business on May 24, 2019.

### **About Green Plains Inc.**

Green Plains Inc. (NASDAQ:GPPE) is a diversified commodity-processing business with operations related to ethanol production, grain handling and storage, cattle feeding, and commodity marketing and logistics services. The company is one of the leading producers of ethanol in the world and, through its adjacent businesses, is focused on the production of high-protein feed ingredients and export growth opportunities. Green Plains owns a 49.1% limited partner interest and a 2.0% general partner interest in Green Plains Partners. For more information about Green Plains, visit [www.gpreinc.com](http://www.gpreinc.com).

**Contact:** Jim Stark, Executive Vice President - Investor and Media Relations, Green Plains Inc. (402) 884-8700

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