

Section 1: 8-K (8-K)

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: May 5, 2020

<u>Exact Name of Registrant as Specified in Its Charter</u>	<u>Commission File Number</u>	<u>I.R.S. Employer Identification No.</u>
Hawaiian Electric Industries, Inc.	1-8503	99-0208097
Hawaiian Electric Company, Inc.	1-4955	99-0040500

State of Hawaii

(State or other jurisdiction of incorporation)

1001 Bishop Street, Suite 2900, Honolulu, Hawaii 96813 - Hawaiian Electric Industries, Inc. (HEI)

1001 Bishop Street, Suite 2500, Honolulu, Hawaii 96813 - Hawaiian Electric Company, Inc. (Hawaiian Electric)

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code:

(808) 543-5662 - HEI

(808) 543-7771 - Hawaiian Electric

Not applicable

(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 12(b) of the Act:

<u>Registrant</u>	<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Hawaiian Electric Industries, Inc.	Common Stock, Without Par Value	HE	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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

Hawaiian Electric Industries, Inc.

Hawaiian Electric Company, Inc.

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.

Hawaiian Electric Industries, Inc.

Hawaiian Electric Company, Inc.

Item 5.07 Submission of matters to a vote of security holders

HEI: The Annual Meeting of Shareholders (Annual Meeting) of Hawaiian Electric Industries, Inc. (HEI) was held on May 5, 2020. Proxies for the meeting were solicited pursuant to Regulation 14A of the Securities Exchange Act of 1934. As of February 28, 2020, the record date for the Annual Meeting, there were 109,145,492 shares of HEI Common Stock issued and outstanding and entitled to vote. There was no solicitation in opposition to the Class III nominees to the Board of Directors with terms ending at the 2023 Annual Meeting of Shareholders and Class I nominee to the Board of Directors with a term ending at the 2021 Annual Meeting of Shareholders, as listed in the proxy statement for the Annual Meeting, and all such nominees were elected to the Board of Directors. Shareholders also (1) approved, on an advisory basis, a resolution approving the compensation of HEI's named executive officers, (2) approved the amendment of the HEI Amended and Restated Articles of Incorporation to declassify the Board of Directors, (3) approved the amendment of the HEI Amended and Restated Articles of Incorporation to adopt a majority voting standard in uncontested director elections, (4) ratified the appointment of Deloitte & Touche, LLP as HEI's independent registered public accounting firm for 2020.

The final record of the voting of shares at the Annual Meeting is as follows:

	Shares of Common Stock				
	For	Withheld	Against	Abstain	Broker Non-Vote
Election of Class III Directors					
Peggy Y. Fowler	84,735,846	1,443,052	N/A	N/A	14,992,561
Keith P. Russell	85,030,146	1,148,752	N/A	N/A	14,992,561
Eva T. Zlotnicka	84,625,678	1,553,220	N/A	N/A	14,992,561
Election of Class I Director					
Micah A. Kane	84,884,176	1,294,722	N/A	N/A	14,992,561
Advisory vote on resolution approving the compensation of HEI's named executive officers	80,876,675	N/A	4,114,668	1,187,555	14,992,561
Approval of the HEI Amended and Restated Articles of Incorporation to declassify the Board of Directors	83,807,119	N/A	1,276,218	1,095,561	14,992,561
Approval of the HEI Amended and Restated Articles of Incorporation to adopt a majority voting standard in uncontested director elections	84,482,190	N/A	1,015,623	681,085	14,992,561
Ratification of appointment of Deloitte & Touche, LLP as HEI's independent registered public accounting firm for 2020	99,838,948	N/A	701,034	631,477	0

Class I Directors -- Richard J. Dahl and Constance H. Lau -- continue in office with terms ending at the 2021 Annual Meeting of Shareholders.
 Class II Directors - Celeste A. Connors, Thomas B. Fargo, Mary G. Powell, and William James Scilacci, Jr. -- continue in office with terms ending at the 2022 Annual Meeting of Shareholders.

Hawaiian Electric: On May 5, 2020, HEI, the sole common shareholder of Hawaiian Electric Company, Inc. (Hawaiian Electric), by written consent in lieu of an annual meeting of shareholders (1) fixed the number of Hawaiian Electric directors at , (2) elected James A. Ajello, Kevin M. Burke, Timothy E. Johns (Chairman), Scott W.H. Seu, and Kelvin H. Taketa to serve as directors until the next annual meeting of Hawaiian Electric shareholders, or until their successors are duly elected and qualified and (3) ratified the appointment of Deloitte & Touche, LLP as Hawaiian Electric's independent registered accounting firm for 2020.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized. The signature of the undersigned companies shall be deemed to relate only to matters having reference to such companies and any subsidiaries thereof.

HAWAIIAN ELECTRIC INDUSTRIES, INC.

(Registrant)

/s/ Gregory C. Hazelton

Gregory C. Hazelton

Executive Vice President and

Chief Financial Officer

Date: May 11, 2020

HAWAIIAN ELECTRIC COMPANY, INC.

(Registrant)

/s/ Tayne S. Y. Sekimura

Tayne S. Y. Sekimura

Senior Vice President and

Chief Financial Officer

Date: May 11, 2020