

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): June 10, 2026

ARGAN, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware	001-31756	13-1947195
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)
4075 Wilson Boulevard, Suite 440, Arlington, Virginia		22203
(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: (301) 315-0027

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))

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.

<u>Title of Each Class:</u>	<u>Trading Symbol(s):</u>	<u>Name of Each Exchange on Which Registered:</u>
Common Stock, \$0.15 Par Value	AGX	New York Stock Exchange

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

At the 2026 Annual Meeting of the Stockholders of Argan, Inc. ("Argan" or the "Company") held on June 10, 2026, the following three (3) matters were resolved by the stockholders of Argan.

- (1) The election of the following nine (9) members to the Board of Directors of the Company (the "Board"), each to serve until the 2027 Annual Meeting of Stockholders and until his/her successor has been elected and qualified or until his/her earlier resignation, death or removal:
 - Lisa L. Alexander
 - Cynthia A. Flanders
 - Peter W. Getsinger
 - William F. Griffin, Jr.
 - John R. Jeffrey, Jr.
 - William F. Leimkuhler
 - James W. Quinn
 - Karen A. Sweeney
 - David H. Watson
- (2) The non-binding advisory approval of the Company's executive compensation (the "say-on-pay" vote).
- (3) The ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accountants for the fiscal year ending January 31, 2027.

Item 8.01. Other Events.

On June 10, 2026, Argan issued a press release announcing that its Board declared a regular quarterly cash dividend in the amount of \$0.50 per share of common stock, payable on July 31, 2026 to stockholders of record at the close of business on July 23, 2026.

A copy of Argan's Press Release is attached to this report as Exhibit 99.2 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Results of Voting at the 2026 Annual Meeting of the Stockholders of Argan, Inc.
99.2	Press Release issued by Argan on June 10, 2026
104	Cover Page Interactive Data File (formatted as inline XBRL and contained in Exhibit 101)

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.

ARGAN, INC.

Date: June 10, 2026

By: /s/ Joshua S. Baugher

Joshua S. Baugher

Senior Vice President, Chief Financial Officer and
Treasurer

ARGAN, INC.
RESULTS OF VOTING
2026 ANNUAL MEETING OF THE STOCKHOLDERS OF ARGAN, INC.
June 10, 2026

- (1) The election of the following nine (9) directors to the Board of Directors of the Company, each to serve until the 2027 Annual Meeting of Stockholders and until his/her successor has been elected and qualified or until his/her earlier resignation, death or removal.

The results of the voting were as follows:

NAME OF DIRECTOR	FOR	WITHHELD	BROKER NON-VOTES
Lisa L. Alexander	11,166,926	179,291	1,333,946
Cynthia A. Flanders	10,362,442	983,775	1,333,946
Peter W. Getsinger	11,068,282	277,935	1,333,946
William F. Griffin, Jr.	11,070,172	276,045	1,333,946
John R. Jeffrey, Jr.	11,188,218	157,999	1,333,946
William F. Leimkuhler	10,895,837	450,380	1,333,946
James W. Quinn	10,899,313	446,904	1,333,946
Karen A. Sweeney	11,148,063	198,154	1,333,946
David H. Watson	11,149,044	197,173	1,333,946

- (2) The non-binding advisory approval of the Company's executive compensation (the "say-on-pay" vote).

The result of the voting was as follows:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
10,895,425	277,540	173,252	1,333,946

- (3) The ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accountants for the fiscal year ending January 31, 2027.

The result of the voting was as follows:

FOR	AGAINST	ABSTAIN
12,562,729	104,115	13,319



**ARGAN, INC. DECLARES REGULAR QUARTERLY
CASH DIVIDEND OF \$0.50 PER COMMON SHARE**

June 10, 2026 – ARLINGTON, VA – **Argan, Inc.** (NYSE: AGX) ("Argan" or the "Company") today announces that its Board of Directors (the "Board") declared a regular quarterly cash dividend in the amount of \$0.50 per share of common stock. The dividend will be payable on July 31, 2026, to stockholders of record at the close of business on July 23, 2026.

David Watson, President and Chief Executive Officer of Argan commented, "Our payment of a quarterly dividend is an important and longstanding practice recognizing the commitment our shareholders have shown us through their support of the Argan, and we are pleased to announce our regular quarterly dividend of \$0.50 per share. We are seeing a tremendous opportunity set, reflecting significant demand for our expertise and capabilities. We remain disciplined in leveraging this favorable environment while focusing on identifying the right projects, in the right locations, with the right partners, to continue delivering exceptional execution across our business."

About Argan

Argan's primary business is providing a full range of construction and related services to the power industry. Argan's service offerings focus on the engineering, procurement and construction of natural gas-fired power plants and renewable energy facilities, along with related commissioning, maintenance, project development and technical consulting services, through its Gemma Power Systems and Atlantic Projects Company operations. Argan also owns The Roberts Company, which is a fully integrated industrial construction, fabrication and plant services company, and SMC Infrastructure Solutions, which provides teledata infrastructure services.

Safe Harbor Statement

Certain matters discussed in this press release may constitute forward-looking statements within the meaning of the federal securities laws. Reference is hereby made to the cautionary statements made by the Company with respect to risk factors set forth in its most recent reports on Form 10-K, Forms 10-Q and other SEC filings. The Company's future financial performance is subject to risks and uncertainties including, but not limited to, the successful addition of new contracts to project backlog, the receipt of corresponding notices to proceed with contract activities, and the Company's ability to successfully complete the projects that it obtains. Actual results and the timing of certain events could differ materially from those projected in or contemplated by the forward-looking statements due to the risk factors highlighted above and described regularly in the Company's SEC filings.

Company Contact:

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