

**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 20, 2021**

**LAMAR ADVERTISING COMPANY**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-36756**  
(Commission  
File Number)

**47-0961620**  
(IRS Employer  
Identification No.)

**5321 Corporate Blvd.**  
**Baton Rouge, Louisiana 70808**  
(Address of Principal Executive Offices) (Zip Code)

**(225) 926-1000**  
(Registrant's telephone number, including area code)

**N/A**  
(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 (see General Instruction A.2. below):

- 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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Class A common stock, \$0.001 par value	LAMR	The NASDAQ Stock Market, LLC

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.**

On May 20, 2021, Lamar Advertising Company (the “Company”) held its 2021 Annual Meeting of Stockholders (the “2021 Annual Meeting”). Only stockholders of record as of the close of business on March 22, 2021 were entitled to vote at the 2021 Annual Meeting. As of March 22, 2021, 86,671,308 shares of Class A Common Stock, 14,420,085 shares of Class B Common Stock, and 5,719.49 shares of Series AA Preferred Stock were outstanding and entitled to vote at the 2021 Annual Meeting. With respect to the matters submitted for vote at the 2021 Annual Meeting, each share of Class A Common Stock is entitled to one vote, each share of Class B Common Stock is entitled to ten votes, and each share of Series AA Preferred Stock is entitled to one vote. At the 2021 Annual Meeting, 80,285,271 shares of Class A Common Stock, all shares of Class B Common Stock, and all shares of Series AA Preferred Stock of the Company were represented, in person or by proxy, constituting a quorum for the meeting.

The following two proposals, each of which is described in detail in the Company’s definitive proxy statement filed with the Securities and Exchange Commission on April 9, 2021, were before the meeting, and they received the following votes:

**Proposal 1: Election of Nine Directors to Serve until the 2022 Annual Meeting.** The following individuals were elected to serve as directors of the Company:

<u>Name of Director Nominees</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Nancy Fletcher	218,020,307.49	1,057,575	5,413,958
John E. Koerner, III	209,905,275.49	9,172,607	5,413,958
Marshall A. Loeb	218,531,855.49	546,027	5,413,958
Stephen P. Mumblow	213,879,301.49	5,198,581	5,413,958
Thomas V. Reifenseiser	213,875,454.49	5,202,428	5,413,958
Anna Reilly	215,276,340.49	3,801,542	5,413,958
Kevin P. Reilly, Jr.	215,385,310.49	3,692,572	5,413,958
Wendell Reilly	215,276,858.49	3,801,024	5,413,958
Elizabeth Thompson	217,829,621.49	1,248,261	5,413,958

**Proposal 2: Ratification of the appointment of KPMG LLP as the Company's Independent Registered Public Accounting Firm for the 2021 Fiscal Year.** The stockholders ratified the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2021.

For  
222,306,922.49

Against  
2,126,203

Abstain  
58,715

Broker Non-Votes  
0

**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.

Date: May 26, 2021

**LAMAR ADVERTISING COMPANY**

By: /s/ Jay L. Johnson  
Jay L. Johnson  
EVP, Chief Financial Officer and Treasurer