

**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 5, 2023

BWX TECHNOLOGIES, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	001-34658 (Commission File Number)	80-0558025 (IRS Employer Identification No.)
800 Main Street, 4th Floor Lynchburg, Virginia (Address of principal executive offices)		24504 (Zip Code)

Registrant's telephone number, including area code: (980) 365-4300

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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$0.01 par value	BWXT	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 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.

At the Annual Meeting on May 3, 2023, the Company's stockholders voted on four matters. A brief description of, and the final vote result for, each matter voted on at the Annual Meeting are set forth below. Each matter is described in more detail in our Definitive Proxy Statement filed with the U.S. Securities and Exchange Commission on March 15, 2023.

Proposal 1: Election of nine directors to serve a one-year term expiring at the 2024 annual meeting of stockholders and until their successors are duly elected and qualified:

Nominee	Votes For	Votes Against	Abstentions	Broker Non-Votes
Jan A. Bertsch	80,472,422	1,998,336	49,550	2,711,435
Gerhard F. Burbach	81,752,824	692,429	75,055	2,711,435
Rex D. Geveden	81,899,183	600,851	20,274	2,711,435
James M. Jaska	75,644,131	6,832,460	43,717	2,711,435
Kenneth J. Krieg	81,819,174	651,211	49,923	2,711,435
Leland D. Melvin	81,868,111	598,347	53,850	2,711,435
Robert L. Nardelli	80,403,631	2,067,390	49,287	2,711,435
Barbara A. Niland	79,687,954	2,783,573	48,781	2,711,435
John M. Richardson	81,881,605	585,922	52,781	2,711,435

Proposal 2: Advisory vote to approve the 2022 compensation of our named executive officers:

Votes For	Votes Against	Abstentions	Broker Non-Votes
81,508,665	647,897	363,746	2,711,435

Proposal 3: Advisory vote on the frequency of the advisory vote to approve the compensation of our named executive officers:

1 YEAR	2 YEARS	3 YEARS	Abstentions	Broker Non-Votes
80,456,458	189,785	1,805,893	68,172	2,711,435

In addition, the Company has decided, consistent with the recommendation of the Board of Directors and the vote of stockholders, to hold annual advisory votes on executive compensation until the next advisory vote on the frequency of stockholder votes on executive compensation, or until our Board of Directors determines to hold such an advisory vote at a different frequency.

Proposal 4: Ratification of the appointment of Deloitte & Touche LLP as our independent registered public accounting firm for the year ending December 31, 2023:

Votes For	Votes Against	Abstentions
84,835,540	316,226	79,977

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.

BWX TECHNOLOGIES, INC.

By: /s/ Ronald O. Whitford, Jr.
Ronald O. Whitford, Jr.
Senior Vice President, General Counsel,
Chief Compliance Officer and Secretary

May 5, 2023