

NORTECH SYSTEMS INC  
Form 8-K  
May 06, 2016

# 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 4, 2016**

## NORTECH SYSTEMS INCORPORATED

(Exact name of registrant as specified in charter)

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

**0-13257**  
(Commission  
File Number)

**41-16810894**  
(IRS Employer  
Identification No.)

**7550 Meridian Circle N, Maple Grove, MN 55369**

(Address of principal executive offices)

**(952) 345-2244**

(Registrant's telephone number, including area code)

**Not Applicable**

## Edgar Filing: NORTECH SYSTEMS INC - Form 8-K

(Former name or former address, if changed from 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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240. 13e-4(c))
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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 4, 2016, Nortech Systems Incorporated (the "Company") held its annual meeting of shareholders in Maple Grove, Minnesota. The items voted on at the meeting and the results of such voting are set forth below:

(1) The shareholders elected eight directors to serve as members of the Company's Board of Directors for one-year terms and until their successors are elected and qualified. The shareholders present in person or by proxy cast the following numbers of votes in connection with the election of directors, resulting in the election of all director nominees:

| Nominee                | Votes For | Votes Withheld |
|------------------------|-----------|----------------|
| Kathleen Iverson       | 1,638,150 | 104,270        |
| Michael Kennedy        | 1,632,101 | 110,319        |
| David B. Kunin         | 1,632,061 | 110,359        |
| Kenneth D. Larson      | 1,631,696 | 110,724        |
| Ryan McManus           | 1,632,101 | 110,319        |
| William V. Murray      | 1,632,101 | 110,319        |
| Richard W. Perkins     | 1,626,810 | 115,610        |
| Richard G. Wasielewski | 1,626,335 | 116,085        |

(2) The shareholders approved, on an advisory basis, the compensation of the Company's named executive officers, as described in the Company's proxy statement. There were 1,644,561 votes cast for the proposal; 96,129 votes cast against the proposal; 1,730 votes abstained; and there were 619,524 broker non-votes.

(3) The shareholders ratified the appointment of RSM US LLP as the Company's independent registered public accounting firm for the year ending December 31, 2016. There were 2,329,995 votes cast for the proposal; 29,416 votes cast against the proposal; and 2,533 votes abstained; and there were no broker non-votes.

Date: May 6, 2016

Nortech Systems Incorporated  
(Registrant)

/s/ Richard G. Wasielewski  
Richard G. Wasielewski  
Chief Executive Officer