

ASTROTECH Corp \WA\
Form 8-K
May 01, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): April 26, 2013

Astrotech Corporation

(Exact name of registrant as specified in its charter)

Washington
(State or Other Jurisdiction
of Incorporation)

001-34426
(Commission File Number)

91-1273737
(IRS Employer
Identification No.)

401 Congress Ave. Suite 1650, Austin, Texas
(Address of Principal Executive Offices)

78701
(Zip Code)

Registrant's telephone number, including area code: **(512) 485-9530**

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(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))
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Item 5.07

Submission of Matters to a Vote of Security Holders

On April 26, 2013, Astrotech Corporation (the Company) convened its annual meeting of shareholders, pursuant to notice duly given, at 221 West 6th Street, 21st Floor in Austin, TX. The matters voted upon at the meeting and the results of such voting are set forth below:

1. To elect six directors to the Board of Directors of the Company to serve for the respective terms prescribed by the Company's bylaws. All director nominees were duly elected.

| | FOR | WITHHELD | BROKER NON-VOTES |
|------------------------|------------|-----------------|-----------------------------|
| Thomas B. Pickens III | 7,966,126 | 2,706,860 | 5,711,679 |
| Mark E. Adams | 7,716,717 | 2,956,269 | 5,711,679 |
| John A. Oliva | 8,026,260 | 2,646,726 | 5,711,679 |
| Sha-Chelle Manning | 8,028,770 | 2,644,216 | 5,711,679 |
| William F. Readdy | 9,102,209 | 1,570,777 | 5,711,679 |
| Daniel T. Russler, Jr. | 8,029,535 | 2,643,451 | 5,711,679 |

2. To ratify the appointment of Ernst & Young, LLP as independent registered public accounting firm for the Company's fiscal year ending June 30, 2013. This proposal was approved.

| FOR | AGAINST | ABSTAIN |
|------------|----------------|----------------|
| 16,003,366 | 97,732 | 283,567 |

3. To conduct an advisory vote on our executive compensation (the Say-on-Pay vote). This proposal was approved.

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|------------|----------------|----------------|-----------------------------|
| 9,489,455 | 1,102,979 | 80,551 | 5,711,680 |

4. To conduct an advisory vote on the frequency of future Say-on-Pay votes (the Say-on-Frequency vote).

Based upon the results set forth below, the Board of Directors has determined that advisory votes on executive compensation will be submitted to stockholders every three years until the next required advisory vote on the frequency of shareholder votes on executive compensation.

| 1 Year | 2 Years | 3 Years | ABSTAIN | BROKER NON-VOTES |
|---------------|----------------|----------------|----------------|-----------------------------|
| 4,275,365 | 288,041 | 6,042,819 | 66,760 | 5,711,680 |

Item 9.01.

Financial Statements and Exhibits.

(d)

Exhibits

99.1

Press release, dated May 1, 2013, issued by Astrotech Corporation.

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.

ASTROTECH CORPORATION

Date: May 1, 2013

By: /s/ Thomas B. Pickens III

Name: Thomas B. Pickens III

Title: Chairman of the Board and Chief Executive Officer

EXHIBIT INDEX

| Exhibit No. | Description | Paper (P) or Electronic (E) |
|--------------------|--|--|
| 99.1 | Press release, dated May 1, 2013, issued by Astrotech Corporation. | E |