

KEY TRONIC CORP  
Form 8-K  
October 31, 2018

EFFECTIVE OCTOBER 26, 2018  
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) October 26, 2018

Key Tronic Corporation  
(Exact name of registrant as specified in its charter)

Washington                      0-11559              91-0849125  
(State or other jurisdiction   (Commission   (IRS Employer  
of incorporation)              File Number)   Identification No.)

4424 North Sullivan Road,                      99216  
Spokane Valley, Washington  
(Address of principal executive offices)   (Zip Code)  
Registrant's telephone number, including area code (509) 928-8000  
(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 provision (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))

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

The Annual Meeting of Shareholders was held on October 26, 2018 at which shareholders voted on proposals as follows:

	Votes For	Votes Against or Withheld	Votes Abstained	Broker Non-Votes
Proposal 1: Election of Directors:				
James R. Bean	4,881,084	1,296,213	—	3,492,318
Craig D. Gates	5,899,187	278,110	—	3,492,318
Ronald F. Klawitter	5,923,859	253,438	—	3,492,318
Subodh K. Kulkarni	5,213,497	963,800	—	3,492,318
Yacov A. Shamash	5,785,208	392,089	—	3,492,318
Patrick Sweeney	5,784,487	392,810	—	3,492,318
Proposal 2: Advisory vote to approve the compensation of the Company's named executive officers as disclosed in "Compensation Discussion and Analysis" and "Executive Compensation" in the Proxy Statement.	5,658,003	273,976	245,622	3,492,318
Proposal 3: Ratification of Appointment of BDO USA, LLP as independent auditors for fiscal year 2019.	9,573,394	46,989	—	49,536

**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.

**KEY TRONIC CORPORATION**  
(Registrant)

Date: October 26, 2018

By: /s/ Brett R. Larsen  
Brett R. Larsen, Executive Vice President  
of Administration, CFO and Treasurer