

Edgar Filing: EMAGIN CORP - Form 8-K

Copies to:

Richard Friedman, Esq.

Sichenzia Ross Friedman Ference LLP

61 Broadway

New York, New York 10006

Phone: (212) 930-9700

Fax: (212) 930-9725

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))

Item 5.07 Submission of Matters to a Vote of Security Holders.

On June 4, 2015, at the Annual Meeting of Stockholders of eMagin Corporation (the “Company”), the Company’s stockholders approved (i) electing the 7 director nominees named by the Company in the Company’s definitive proxy statement dated April 24, 2015 (the “Proxy Statement”) (i.e., Christopher Brody, Paul Cronson, Leslie G. Polgar, Ellen Richstone, Andrew G. Sculley, Stephen Seay and Jill J. Wittels), (ii) ratification of the appointment of McGladrey LLP as the Company’s independent auditors for the fiscal year ending December 31, 2015 (the “Auditor Ratification”) and (iii) by non-binding vote, the executive compensation disclosed in the Proxy Statement (the “Executive Compensation”).

As of April 17, 2015, the record date for the meeting, the Company had outstanding and entitled to vote 25,198,796 shares of common stock and 5,659 shares of its outstanding Series B Convertible Preferred Stock, where each such share of Series B Convertible Preferred Stock was entitled to voting rights equal to the number of shares of common stock issuable upon conversion of the Series B Convertible Preferred Stock, which was a total of 7,545,333 shares of common stock.

The vote for each proposal was as follows:

| Proposal | For | Against | Withheld | Abstain | Broker Non-Votes |
|--------------------------------|------------|---------|----------|---------|--|
| 1. Election of Seven Directors | | | | | |
| Christopher Brody | 18,188,900 | | 181,013 | | 18,369,913* 10,099,986** 18,369,913* |
| Paul Cronson | 18,206,349 | | 163,564 | | 10,099,986** 18,369,913* |
| Leslie G. Polgar | 18,205,339 | | 164,574 | | 10,099,986** 18,369,913* |
| Ellen Richstone | 18,203,931 | | 165,982 | | 10,099,986** 18,369,913* |
| Andrew G. Sculley | 18,209,064 | | 160,849 | | 10,099,986** 18,369,913* |
| | 18,210,608 | | 159,305 | | |

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| | | | | |
|--------------------------------|------------|---------|---------|--------------|
| | | | | 10,099,986** |
| Brig. General Stephen Seay | | | | 18,369,913* |
| Jill J. Wittels | 18,211,579 | | 158,334 | 10,099,986** |
| 2. Auditor Ratification | 28,040,432 | 424,488 | 4,979 | 28,469,899 * |
| | | | | 18,369,913* |
| 3. Executive Compensation | 17,945,467 | 391,384 | 33,062 | 10,099,986** |

*Total

**Broker Non-Vote

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.

eMagin Corporation

Date: June 4, 2015 By: /s/ Paul Campbell
Name: Paul Campbell
Title: Chief Financial Officer