

PC TEL INC
Form 8-K
June 06, 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) June 5, 2018

PCTEL, Inc.

(Exact name of registrant as specified in its charter)

Delaware 000-27115 77-0364943
(State or Other Jurisdiction) (Commission) (IRS Employer)

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471 Brighton Drive
Bloomington, Illinois 60108

(Address of Principal Executive Offices, including Zip Code)

(630) 372-6800

(Registrant's telephone number, including area code)

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(b))

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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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

On June 5, 2018, PCTEL, Inc. (PCTEL) held its Annual Meeting of stockholders, at which a quorum was present. The table below sets forth the number of votes cast for and against, as well as the number of abstentions and broker non-votes, for each matter voted upon at the meeting, as certified by the inspector of elections:

| | FOR | AGAINST | ABSTAIN/ WITHHELD | BROKER NON-VOTES |
|--|------------|---------|----------------------|---------------------|
| 1. Election of Directors | | | | |
| Cindy K. Andreotti | 12,520,316 | * | 284,565 | 3,510,133 |
| Cynthia A. Keith | 12,763,318 | * | 41,563 | 3,510,133 |
| 2. Non-binding advisory vote to approve the Company's named executive officer compensation | 12,598,753 | 188,830 | 17,298 | 3,510,133 |
| 3. Ratification of the appointment of Grant Thornton LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018 | 16,036,945 | 272,931 | 5,138 | * |

* Not Applicable

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 6, 2018

PCTEL, INC.

By: /s/ John W. Schoen
John W. Schoen, Chief Financial Officer