

Prism Technologies Group, Inc.  
Form 8-K  
January 05, 2017

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**UNITED STATES**

**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): December 29, 2016**

**Prism Technologies Group, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**

**(State or Other Jurisdiction  
of Incorporation)**

**0-26083**

**(Commission  
File Number)**

**94-3220749**

**(I.R.S. Employer  
Identification No.)**

**101 Parkshore Dr., Suite 100  
Folsom, California 95630**

**(Address of principal executive offices  
including zip code)**

**(916) 932-2860**

**(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:

[ ]

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.**

The following proposals were approved at the December 29, 2016 annual meeting of stockholders of Prism Technologies Group, Inc. (the "Company"):

**1.**

**Election of Directors.** Stockholders elected James M. Corroon to serve as the Class II director for a three year term expiring at the Company's 2019 annual meeting of stockholders.

**Nominee**

**Votes For**

**Votes Withheld**

**Broker Non-Votes**

**James M. Corroon**

**3,877,257**

**251,144**

**3,648,224**

**2.**

**Advisory Vote on Executive Compensation.** Stockholders approved, on an advisory, non-binding basis, a resolution approving the compensation of the Company's named executive officers.

**Votes For**

**Votes Against**

**Votes Abstain**

**Broker Non-Votes**

**3,926,392**

**194,692**

**7,317**

**3,648,224**

**3.**

**Ratification of Appointment of Independent Registered Public Accounting Firm.** Stockholders ratified the appointment of Ernst & Young as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2016.

**Votes For**

**Votes Against**

**Votes Abstain**

**Broker Non-Votes**

**7,609,097**

**119,011**

**48,517**

**0**

**4.**

**Approval of an Amendment to the Company's Certificate of Incorporation to Effect a Reverse Stock Split.** Stockholders approved an amendment to the Company's certificate of incorporation to effect a reverse stock split of the outstanding shares of the Company's common stock in a ratio of between 1 for 20 and 1 for 100, as determined by the Board of Directors.

**Votes For**

**Votes Against**

**Votes Abstain**

**Broker Non-Votes**

**7,431,322**

**301,234**

**44,069**

**0**

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**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.

**PRISM TECHNOLOGIES GROUP, INC.**

Date: January 3, 2017

By:

/s/ L. Eric Loewe

Name: L. Eric Loewe

Title: Senior Vice President, General Counsel and Secretary