

SOLITARIO EXPLORATION & ROYALTY CORP.
Form 8-K
June 17, 2014

**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): June 17, 2014

SOLITARIO EXPLORATION & ROYALTY CORP.

(Exact name of registrant as specified in its charter)

Colorado 001-32978 84-1285791
(State or other jurisdiction of (Commission (I.R.S. Employer
incorporation or organization) File Number) Identification No.)
4251 Kipling Street, Suite 390
Wheat Ridge, CO 80033
(Address of principal executive offices)

Registrant's telephone number, including area code: (303)
534-1030

Not Applicable
(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))

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

On June 17, 2014 we held our Annual Meeting of Shareholders at which the following four matters were submitted to a vote of security holders:

a) Election of Directors. Five directors were elected to serve until the next Annual Meeting of Shareholders or until their successors are elected and qualified with each director receiving the votes below:

| <u>Name</u> | <u>Number of Shares</u> | | | |
|-----------------------|-------------------------|----------------|-----------------|-------------------------|
| | <u>For</u> | <u>Against</u> | <u>Withheld</u> | <u>Broker Non-Votes</u> |
| Brian Labadie | 21,726,541 | 88,156 | 64,465 | 9,504,628 |
| Mark E. Jones, III | 20,452,650 | 514,026 | 912,486 | 9,504,628 |
| John Hainey | 21,721,656 | 90,046 | 67,460 | 9,504,628 |
| Leonard Harris | 20,004,812 | 949,480 | 924,870 | 9,504,628 |
| Christopher E. Herald | 21,708,011 | 90,191 | 80,960 | 9,504,628 |

b) Advisory Vote on Executive Compensation. The Shareholders approved the following resolution with 20,538,849 shares voting for, 1,278,746 shares voting against, 65,067 shares abstaining, and 9,501,128 Broker Non-Votes:

“RESOLVED THAT: Solitario shareholders approve the compensation of Solitario’s named executive officers, as disclosed in the Company’s proxy statement, dated April 29, 2014, pursuant to the compensation disclosure rules of the Securities and Exchange Commission set forth in Item 402 of Regulation S-K, including, but not limited to, the Compensation Discussion and Analysis, the compensation tables, and any related material disclosed in the proxy statement for the 2014 annual general meeting.”

c) Appointment of Auditors. The appointment of EKS&H LLLC as our auditors for fiscal year 2014 was ratified with 30,044,264 shares voting for, 98,179 shares voting against, 237,821 shares abstaining, and 3,526 Non-Votes.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

June 17, 2014

Solitario Exploration & Royalty Corp.

By: /s/ James R. Maronick
James R. Maronick, Chief Financial Officer