

ALPHA PRO TECH LTD  
Form 8-K  
June 05, 2013

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

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**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 4, 2013

**ALPHA PRO TECH, LTD.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**

**01-15725**

**63-1009183**

(State or Other Jurisdiction of Incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

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**60 Centurian Drive, Suite 112**

**Markham, Ontario**

**L3R 9R2**

(Address of Principal Executive Offices) (Zip Code)

**(905) 479-0654**

(Registrant's telephone number, including area code)

**N/A**

(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.**

The Annual Meeting of Shareholders (the “Annual Meeting”) of Alpha Pro Tech, Ltd. (the “Company”) was held on June 4, 2013. Summarized below are descriptions of the matters voted on at the Annual Meeting and the final results of such voting:

Proposal 1 – Election of Directors. The shareholders elected each of the director nominees to serve as directors during the ensuing year. The result of the vote taken at the Annual Meeting was as follows:

| <u>Name</u>         | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Votes</u> |
|---------------------|------------------|-----------------------|-------------------------|
| Sheldon Hoffman     | 6,092,755        | 2,184,071             | 6,475,231               |
| Alexander W. Millar | 6,092,075        | 2,184,751             | 6,475,231               |
| Danny Montgomery    | 7,236,814        | 1,040,012             | 6,475,231               |
| John Ritota         | 7,105,454        | 1,171,372             | 6,475,231               |
| Russell Manock      | 6,159,075        | 2,117,751             | 6,475,231               |
| David B. Anderson   | 5,658,068        | 2,618,758             | 6,475,231               |
| David R. Garcia     | 7,116,664        | 1,160,162             | 6,475,231               |

Proposal 2 – Ratification of the Appointment of the Independent Registered Public Accounting Firm. The shareholders ratified the appointment of Tanner LLC as the Company’s independent registered public accounting firm for the year ending December 31, 2013. The result of the vote taken at the Annual Meeting was as follows:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> |
|------------------|----------------------|----------------|
| 13,119,255       | 1,033,473            | 599,329        |

Proposal 3 – Advisory Vote on Executive Compensation. The shareholders adopted a resolution approving, on an advisory basis, the compensation paid to the Company’s named executive officers, as disclosed in the Company’s 2013 proxy statement pursuant to the compensation disclosure rules of the Securities and Exchange Commission. The result of the vote taken at the Annual Meeting was as follows:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------------|----------------------|----------------|-------------------------|
| 6,960,126        | 1,250,172            | 66,528         | 6,475,231               |

Proposal 4 – Advisory Vote on Frequency of Say-on-Pay Vote. The shareholders approved the option of “once every year” as the preferred frequency for advisory votes on executive compensation. The result of the vote taken at the Annual Meeting was as follows:

| <u>Once Every Year</u> | <u>Once Every Two Years</u> | <u>Once Every Three Years</u> | <u>Abstain</u> | <u>Broker<br/>Non-Votes</u> |
|------------------------|-----------------------------|-------------------------------|----------------|-----------------------------|
| 6,603,512              | 47,845                      | 1,401,728                     | 223,742        | 6,475,230                   |

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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.

**ALPHA PRO TECH, LTD.**

Date: June 5, 2013

By: /s/ Lloyd Hoffman  
Lloyd Hoffman  
Chief Financial Officer