

BALLANTYNE STRONG, INC.  
Form 8-K  
May 24, 2010

**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**

**May 19, 2010**

Date of Report (Date of earliest event reported)

**BALLANTYNE STRONG, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**1-13906**  
(Commission  
File No.)

**47-0587703**  
(IRS Employer  
Identification Number)

**4350 McKinley Street**  
**Omaha, Nebraska**  
(Address of principal executive offices)

**68112**  
(Zip Code)

**(402) 453-4444**

(Registrant's telephone number including area code)

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**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 (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))
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**Form 8-K****Item 5.07. Submission of Matters to a Vote of Security Holders**

The Company held its Annual Meeting of Stockholders on May 19, 2010. There were issued and outstanding and entitled to vote at the Annual Meeting 14,184,724 shares of common stock. There were present in person or by proxy, holders of record of shares of common stock representing 8,306,001 shares. The matters set forth below were voted upon:

**Proposal No. 1- Election of Directors:**

The election of seven nominees for the Board of Directors who will serve for a one-year term was voted on by the stockholders. The Inspector of Elections certified the following vote tabulations for the nominees, all of whom were elected:

|                      | <b>For</b> | <b>Withheld</b> |
|----------------------|------------|-----------------|
| Alvin Abramson       | 7,963,579  | 342,422         |
| Christopher E. Beach | 7,987,317  | 318,684         |
| John Wilmers         | 8,236,811  | 69,190          |
| Marc E. LeBaron      | 7,962,185  | 343,816         |
| Mark D. Hasebroock   | 7,961,262  | 344,739         |
| Steven J. Schuster   | 7,972,211  | 333,790         |
| William F. Welsh II  | 7,912,890  | 393,111         |

**Proposal No. 2- To adopt the 2010 Ballantyne Strong, Inc. Long-Term Incentive Plan.**

The Inspector of Elections certified the following vote tabulations for the proposal which passed with more than the required number of for votes:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Vote</b> |
|------------|----------------|----------------|----------------------------|
| 7,763,823  | 516,947        | 25,231         | 10                         |

**Proposal No. 3- To adopt an amendment to extend the duration of the 2005 Employee Stock Purchase Plan to October, 2013.**

The Inspector of Elections certified the following vote tabulations for the proposal which passed with more than the required number of for votes:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Vote</b> |
|------------|----------------|----------------|----------------------------|
| 7,799,107  | 484,609        | 22,285         | 10                         |

**Proposal No. 4- To adopt an amendment to extend the duration of the 2005 Restricted Stock Plan to September, 2013.**

The Inspector of Elections certified the following vote tabulations for the proposal which passed with more than the required number of for votes:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Vote</b> |
|------------|----------------|----------------|----------------------------|
| 7,695,653  | 587,029        | 23,319         | 10                         |

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.

BALLANTYNE STRONG, INC.

Date: May 24, 2010

By:

/s/ Kevin Herrmann  
Kevin Herrmann  
Secretary/Treasurer and  
Chief Financial Officer