

CPS TECHNOLOGIES CORP/DE/
Form PX14A6G
April 19, 2017

United States Securities and Exchange Commission

Washington, DC 20549

NOTICE OF EXEMPT SOLICITATION

1. Name of Registrant:

CPS TECHNOLOGIES CORPORATION

2. Name of person relying on exemption:

JOSEPH M. MANKO, JR.

HORTON CAPITAL PARTNERS FUND, LP

HORTON CAPITAL PARTNERS LLC

HORTON CAPITAL MANAGEMENT, LLC

3. Address of person relying on exemption:

1717 Arch Street, Suite 3920

Philadelphia, PA 19103

4. Written materials:

The attached written materials are submitted pursuant to a voluntary application of Rule 14a-6(g)(1) promulgated under the Securities Exchange Act of 1934.

Horton Capital Partners Urges CPS Technologies Shareholders to Vote AGAINST Entrenched Board Candidates Grant Bennett, Thomas Culligan, Francis Hughes and Daniel Snow

Horton issues presentation urging fellow shareholders to send a clear message that the status quo is no longer acceptable.

Recent adoption of Horton's majority voting proposal means shareholder votes carry more weight than in prior elections.

CPS shareholders can make their voice heard by voting **Against** the Company's current nominees for Directors.

PHILADELPHIA, April 19, 2016 /PR Newswire/ Horton Capital Partners Fund, LP (Horton), one of the largest outside shareholders of CPS Technologies Corp. (CPS or the Company) (NASDAQ: CPSH) with ownership of approximately 5% of the common stock, announced that it has published a presentation (the Presentation) urging the Company's shareholders to vote **AGAINST** the Company's current slate of Directors at the upcoming Annual Meeting of Shareholders to be held on May 5, 2017.

As outlined in its prior letters and reiterated in the presentation released today, Horton believes CPS has significant potential but has continually and significantly underperformed its comparable peer group by a differential of at least 100% over the past 1, 3, 5 and 10 years.

The Horton Fund has made significant efforts over the past several years to offer help and insight to improve the Company yet its efforts have been courteously but firmly rebuffed by the Company. Since going public with its concerns last December, Horton has received encouraging, positive feedback from approximately 25% of the shareholder base who are also supportive of meaningful change.

This year's shareholder vote matters more than ever as the Company has recently adopted Horton's majority voting proposal for the election of Directors.

Horton urges CPS shareholders to send a clear message to the Board that the status quo is no longer acceptable by voting **AGAINST** the Company's current nominees for Directors.

Links to Horton's Public Communications

December Letter: <http://thehortonfund.com/wp-content/uploads/2016/12/cpsbodletter121616Final.pdf>

March Letter: <http://thehortonfund.com/wp-content/uploads/2017/03/Horton-Letter-to-CPSH-BOD-03312017.pdf>

April Presentation:

<http://thehortonfund.com/wp-content/uploads/2017/04/Horton-Presentation-to-CPSH-Shareholders-April-2017.pdf>

About Horton Capital Partners Fund, LP

Horton Capital Partners Fund, LP is an investment firm making concentrated investments in undervalued and under-appreciated small and micro-capitalization public companies. The Fund seeks to identify value-creation opportunities and work with management teams and Boards to enhance growth and shareholder returns.

Investor contact:

Joe Manko (215) 399-5402

www.thehortonfund.com

Media contact:

Damien Park (215) 325-0514

www.hedgerelations.com

Written materials are submitted voluntarily pursuant to Rule 14a-6(g)(1) promulgated under the Securities Exchange Act of 1934. This is not a solicitation of authority to vote your proxy. Horton is not asking for your proxy card and will not accept proxy cards if sent. The cost of this filing is being borne entirely by Horton.

PLEASE NOTE: Horton is not asking for your proxy card and cannot accept your proxy card. Please DO NOT send us your proxy card.

