

Vishay Precision Group, Inc.  
Form 8-K  
June 01, 2016

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): May 26, 2016

Vishay Precision Group, Inc.  
(Exact Name of Registrant as Specified in Charter)  
Delaware 1-34679 27-0986328  
(State or Other Jurisdiction of (Commission File Number) (I.R.S. Employer Identification  
Incorporation or Organization) Number)

3 Great Valley Parkway, Suite 150  
Malvern, PA 19355  
(Address of Principal Executive Offices) (Zip Code)

(484) 321-5300  
(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K 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
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

Item 5.07 Submission of Matters to a Vote of Security Holders

On May 26, 2016, Vishay Precision Group, Inc. (the “Company”) held its 2016 Annual Meeting of Stockholders (the “Annual Meeting”). A total of 12,152,803 shares of the Company’s common stock and 1,025,158 shares of the Company’s Class B common stock were entitled to vote as of April 4, 2016, the record date for the Annual Meeting, of which 10,412,871 were present in person or by proxy at the Annual Meeting (representing 19,520,494 total votes). Each share of common stock is entitled to one vote, and each share of Class B common stock is entitled to ten votes. The following is a summary of the final voting results for each matter presented to stockholders.

Proposal 1: Election of Directors

The Company’s stockholders voted to elect Janet Clarke, Saul Reibstein, Ziv Shoshani, Timothy Talbert, Cary Wood and Marc Zandman to serve as directors of the Company for a one-year term expiring on the date of the Company’s 2017 Annual Meeting of Stockholders. The number of votes cast in the election of directors was as follows:

Nominee	For	Withheld	Broker Non-Votes
Janet Clarke	17,187,307	320,859	2,012,328
Saul Reibstein	16,995,222	512,944	2,012,328
Ziv Shoshani	17,040,448	467,718	2,012,328
Timothy Talbert	16,993,214	514,952	2,012,328
Cary Wood	17,185,902	322,264	2,012,328
Marc Zandman	16,867,584	640,582	2,012,328

Proposal 2: Ratification of Selection of Independent Registered Public Accounting Firm

The Company’s stockholders ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2016. The number of votes cast in the ratification of the appointment of Ernst & Young LLP was as follows:

	For	Against	Abstentions	Broker Non-Votes
Ratification of Ernst & Young LLP	19,480,429	23,563	16,502	0

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.

Vishay Precision Group,  
Inc.

Date: June 1, 2016 By: /s/ William M.  
Clancy  
Name: William  
M. Clancy  
Title: Executive  
Vice President  
and Chief  
Financial Officer