

Edgar Filing: SURGE COMPONENTS INC - Form 8-K

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13a-4(c))

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

On November 24, 2015, Surge Components, Inc. (the “**Company**”) held its 2015 Annual Meeting of Stockholders. At the meeting, stockholders (i) re-elected Alan Plafker and David Siegel as Class B directors of the Company, (ii) approved the compensation of the Company’s named executive officers, (iii) approved the adoption of the Surge Components, Inc. 2015 Equity Incentive Plan and (iv) ratified the appointment of Seligson & Giannattasio, LLP as the Company’s independent registered public accounting firm for the fiscal year ending November 30, 2015.

Set forth below are the final voting results for each of the proposals:

Proposal No. 1 – Election of directors

Alan Plafker and David Siegel were elected to serve as Class B directors of the Company until the 2018 Annual Meeting of Stockholders or until their successors are elected and qualified or until their earlier resignation or removal. The voting results were as follows:

Director	Votes For	Votes Withheld	Broker Non-Votes
Alan Plafker	4,567,009	595,834	3,149,695
David Siegel	4,467,873	694,970	3,149,695

Proposal No. 2 – Advisory vote regarding the approval of compensation paid to named executive officers

The compensation of the Company’s named executive officers was approved, on an advisory basis. The voting results were as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
4,204,192	939,751	-	3,149,695

Proposal No. 3 –Adoption of the Surge Components, Inc. 2015 Equity Incentive Plan

The adoption of the Surge Components, Inc. 2015 Equity Incentive Plan was approved. The voting results were as follows:

Votes For	Votes Against	Abstentions	Broker Non-Votes
3,382,932	1,777,299	2,612	3,149,695

Proposal No. 4 – Ratification of appointment of independent registered public accounting firm

The appointment of Seligson & Giannattasio, LLP as the Company's independent registered public accounting firm for the fiscal year ending November 30, 2015 was ratified. The voting results were as follows:

Votes For	Votes Against	Abstentions
7,389,403	138,246	784,889

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.

SURGE COMPONENTS, INC.

Date: November 25, 2015 By: /s/ Ira Levy
Name: Ira Levy
Title: Chief Executive Officer