

Edgar Filing: Inrad Optics, Inc. - Form 8-K

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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

At the Annual Meeting of Shareholders of Inrad Optics, Inc. held on June 17, 2015, shareholders representing 11,253,812 shares or 88.4% of the 12,733,208 shares of common stock outstanding on the record date of April 24, 2015 were present in person or by proxy, constituting a quorum for the purposes of the Annual Meeting. Matters voted upon at the Annual Meeting were as follows:

Proposal One: The election of one (1) Class II director to the Board of Directors to hold office for three (3) years.

The Board's nominee was elected. Voting for Proposal One was as follows:

Class II Director — Term Expires in 2018

| | <i>Votes</i> | <i>Votes</i> | <i>Broker</i> |
|-----------------------------------|--------------|-----------------|------------------|
| <i>Proposal One - Nominee For</i> | | <i>Withheld</i> | <i>Non-Votes</i> |
| Luke P. LaValle, Jr. | 5,751,913 | 12,600 | 5,489,299 |

Proposal Two: Ratification of Baker Tilly Virchow Krause, LLP as the Company's independent registered public accounting firm for the fiscal year ended December 31, 2015.

Voting for Proposal Two was as follows:

| | <i>Votes</i> | <i>Votes</i> | <i>Votes</i> | <i>Broker</i> |
|---------------------|--------------|----------------|------------------|------------------|
| <i>Proposal Two</i> | <i>For</i> | <i>Against</i> | <i>Abstained</i> | <i>Non-Votes</i> |
| | 10,815,376 | 438,236 | 200 | 0 |

**Vote on Ratification of
Independent Registered
Public Accountant**

Proposal Three: Approval, as a non-binding advisory vote, our named executive officer compensation.

Voting for Proposal Three was as follows:

| | <i>Votes</i> | <i>Votes</i> | <i>Votes</i> | <i>Broker</i> |
|---|--------------|----------------|------------------|------------------|
| <i>Proposal Three</i> | <i>For</i> | <i>Against</i> | <i>Abstained</i> | <i>Non-Votes</i> |
| Advisory Executive Compensation Vote | 5,645,436 | 52,600 | 66,477 | 5,489,299 |

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

INRAD OPTICS, INC.

Date: June 18, 2015 By: /s/ William J. Foote
William J. Foote
Chief Financial Officer, Secretary and Treasurer