

ALLIED HEALTHCARE PRODUCTS INC

Form 8-K

November 10, 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)

November 10, 2016

ALLIED HEALTHCARE PRODUCTS, INC.
(Exact name of registrant as specified in its charter)

Delaware **0-19266** **25-1370721**
(State or Other Jurisdiction (Commission (IRS Employer
of Incorporation) File Number) Identification No.)

1720 Sublette Avenue, St. Louis, Missouri 63110
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code

(314) 771-2400

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- 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 240.13e-4(c))

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

The annual meeting of the stockholders of Allied Healthcare Products, Inc. (the “Company”) was held on November 10, 2016. Proxies were solicited pursuant to Regulation 14A of the Securities Exchange Act of 1934. There was no solicitation in opposition to management’s nominees for Directors. The voting results are noted below.

ELECTION OF DIRECTORS

All nominees for Directors were elected with the following votes cast:

| | For | Withheld | Broker Non-Votes |
|------------------|-----------|----------|---------------------|
| Judith T. Graves | 5,182,338 | 86,891 | 1,579,368 |
| Joseph E. Root | 5,182,343 | 86,886 | 1,579,368 |
| William A. Peck | 5,180,243 | 88,986 | 1,579,368 |
| Earl R. Refsland | 5,180,766 | 88,763 | 1,579,368 |
| John D. Weil | 5,154,833 | 114,396 | 1,579,368 |

Agenda Item 2, concerning the ratification of the appointment of RubinBrown LLP as the Company’s independent registered public accounting firm for fiscal 2017 was approved by the stockholders with the following votes cast:

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
| 6,746,150 | 45,956 | 56,491 | 0 |

Agenda Item 3, an advisory (non-binding) vote to approve our executive compensation was approved by the stockholders with the following votes cast:

| For | Against | Abstain | Broker Non-Votes |
|------------|----------------|----------------|-------------------------|
|------------|----------------|----------------|-------------------------|

5,070,730 189,084 9,415 1,579,368

Agenda Item 4, a vote to approve the adoption of an amendment to the Company's Amended and Restated Certificate of Incorporation to effect a reverse stock split was approved by the stockholders with the following votes cast:

For Against Abstain Broker Non-Votes

6,171,068 418,854 3,049 255,626

SIGNATURE

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 thereunto duly authorized.

ALLIED
HEALTHCARE
PRODUCTS, INC.

By:

Date: November 10, 2016 /s/ Daniel C. Dunn
Daniel C. Dunn
Chief Financial Officer