

ISSUER DIRECT CORP  
Form 8-K  
May 29, 2014

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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 23, 2014

Issuer Direct Corporation  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

1-10185  
(Commission  
File Number)

26-1331503  
(I.R.S. Employer  
Identification No.)

500 Perimeter Park Drive, Suite D, Morrisville, NC 27560  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (919) 481-4000

N/A  
(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:

- .. 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))
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Item 5.07 — Submission of Matters to a Vote of Security Holders.

On May 23, 2014, Issuer Direct Corporation (the “Company”) held its 2014 Annual Meeting of Stockholders (the “Annual Meeting”). At the Annual Meeting, there were 1,476,903 shares of common stock were represented in person or by proxy. The Company's stockholders approved the three proposals listed below, which proposals are described in detail in the Company's definitive proxy statement for the Annual Meeting filed with the Securities and Exchange Commission on April 2, 2014. The final votes on the proposals presented at the Annual Meeting are as follows:

**PROPOSAL 1: TO ELECT THREE (6) DIRECTORS TO SERVE UNTIL THE NEXT ANNUAL MEETING OR UNTIL THEIR SUCCESSORS ARE DULY ELECTED AND QUALIFIED**

|                     | Number of<br>Votes<br>Entitled to<br>be Cast | Votes For | Votes<br>Against | Votes<br>Abstaining |
|---------------------|--|-----------|------------------|---------------------|
| Brian R. Balbirnie  | 2,043,039                                    | 1,476,799 | 104              | -0-                 |
| Andre M. Boisvert   | 2,043,039                                    | 1,476,799 | 104              | -0-                 |
| William H. Everett  | 2,043,039                                    | 1,476,799 | 104              | -0-                 |
| J. Patrick Galleher | 2,043,039                                    | 1,468,799 | 8,104            | -0-                 |
| Wesley Pollard      | 2,043,039                                    | 1,476,799 | 104              | -0-                 |
| David Sandberg      | 2,043,039                                    | 1,476,795 | 108              | -0-                 |

**PROPOSAL 2: TO APPROVE THE ISSUER DIRECT CORPORATION 2014 EQUITY INCENTIVE PLAN**

| Number<br>of Votes<br>Entitled to<br>be Cast | Votes For | Votes<br>Against | Votes<br>Abstaining |
|--|-----------|------------------|---------------------|
| 2,043,039                                    | 1,470,087 | 2,956            | 3,860               |

**PROPOSAL 3: TO RATIFY THE SELECTION OF CHERRY BEKAERT, LLP AS THE COMPANY’S INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM FOR THE FISCAL YEAR ENDING DECEMBER 31, 2014.**

| Number<br>of Votes<br>Entitled to<br>be Cast | Votes For | Votes<br>Against | Votes<br>Abstaining |
|--|-----------|------------------|---------------------|
| 2,043,039                                    | 1,468,895 | 7                | 8,001               |

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.

Issuer Direct Corporation

By:           /s/ BRIAN R.  
BALBIRNIE  
Brian R. Balbirnie  
Chief Executive Officer

Date: May 29, 2014