

MECHANICAL TECHNOLOGY INC

Form 8-K

June 15, 2015

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The**

**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):**

**June 11, 2015**

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**MECHANICAL TECHNOLOGY, INCORPORATED**

**(Exact name of registrant as specified in charter)**

**New York**  
**(State or other jurisdiction**  
  
**of incorporation)**

**000-06890**  
**(Commission File Number)**

**14-1462255**  
**(IRS Employer**  
  
**Identification No.)**

**325 Washington Avenue Extension, Albany, New York 12205**

**(Address of principal executive offices) (Zip Code)**

**(518) 218-2550**

**(Registrant's telephone number, including area code)**

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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 (see General Instruction A.2. below):

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))

**Section 5 Corporate Governance and Management****Item 5.07 Submission of Matters to a Vote of Security Holders.**

(a-b) Mechanical Technology, Incorporated held its Annual Meeting of Stockholders on June 11, 2015 (the Annual Meeting). At the Annual Meeting, the Company's stockholders:

1. Elected as director Kevin G. Lynch to hold office until the 2018 Annual Meeting of Stockholders or until his successor is duly elected and qualified;
2. Elected as director William P. Phelan to hold office until the 2018 Annual Meeting of Stockholders or until his successor is duly elected and qualified;
3. Ratified the selection of UHY LLP as the Company's independent registered public accounting firm for the fiscal year 2015; and
4. Approved the advisory non-binding vote on executive officer compensation.

At the Annual Meeting, the stockholders voted as follows:

| <u>Matter</u>  | <u>Votes For</u> | <u>Votes Against / Withheld</u> | <u>Abstentions</u> | <u>Broker Non-Votes</u> |
|--|------------------|---------------------------------|--------------------|-------------------------|
| 1. Election of Kevin G. Lynch  | 820,304          | 43,887                          | N/A                | 3,557,741               |
| 2. Election of William P. Phelan   | 820,263          | 43,928                          | N/A                | 3,557,741               |
| 3. Ratification of UHY LLP as the Company's independent registered public accounting firm for the fiscal year 2015 | 4,092,072        | 228,692                         | 101,168            | N/A                     |
| 4. Approval of the advisory non-binding vote on executive officer compensation                                     | 772,145          | 75,110                          | 16,936             | 3,557,741               |

**SIGNATURES**

Pursuant to the requirement 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.

MECHANICAL TECHNOLOGY, INCORPORATED

Date: June 15, 2015

By: /s/ KEVIN G. LYNCH  
Name: Kevin G. Lynch  
Title: Chairman and Chief Executive Officer