

PMC COMMERCIAL TRUST /TX
Form 8-K
June 14, 2011

**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): June 10, 2011

PMC COMMERCIAL TRUST

(Exact name of registrant as specified in its charter)

TEXAS

1-13610

75-6446078

(State or other jurisdiction
of incorporation)

(Commission File Number)

(IRS Employer Identification No.)

**17950 Preston Road,
Suite 600, Dallas, TX**

75252

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(972) 349-3200**

NONE

(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

PMC Commercial Trust s (the Company) Annual Meeting of Shareholders (the Annual Meeting) was held on June 10, 2011. A total of 9,919,463 shares were voted in person or by proxy, representing 93.85% of the shares entitled to be voted. The following are the final voting results on proposals considered and voted upon at the Annual Meeting, all of which are described in the Company s 2011 Proxy Statement.

1. Election of Trust Managers. The five nominees listed below were elected to serve on the Board of Trust Managers for the ensuing year.

| | For | Withheld | Broker Non-Votes |
|------------------------|-----------|-----------|------------------|
| Nathan G. Cohen | 3,677,819 | 1,043,887 | 5,197,757 |
| Martha Rosemore Morrow | 4,082,325 | 639,381 | 5,197,757 |
| Barry A. Imber | 3,692,483 | 1,029,223 | 5,197,757 |
| Irving Munn | 3,687,533 | 1,034,173 | 5,197,757 |
| Lance B. Rosemore | 4,195,639 | 526,067 | 5,197,757 |

2. Approval of an amendment and restatement of the 2005 Equity Incentive Plan.

| | |
|------------------|-----------|
| For | 2,729,939 |
| Against | 1,824,899 |
| Abstentions | 166,868 |
| Broker Non-Votes | 5,197,757 |

The amendment and restatement of the 2005 Equity Incentive Plan was not approved since there were not enough votes cast pursuant to the requirements of the NYSE Amex.

3. Ratification of PricewaterhouseCoopers LLP as registered public accounting firm for 2011.

| | |
|-------------|-----------|
| For | 9,754,927 |
| Against | 114,892 |
| Abstentions | 49,644 |

The foregoing proposal was approved.

4. Approval of the advisory vote on executive compensation.

| | |
|------------------|-----------|
| For | 3,436,158 |
| Against | 1,162,225 |
| Abstentions | 123,323 |
| Broker Non-Votes | 5,197,757 |

The foregoing proposal was approved.

5. Advisory vote on the frequency of votes on executive compensation.

| | |
|------------------|-----------|
| 1 year | 2,116,723 |
| 2 years | 2,023,452 |
| 3 years | 452,791 |
| Abstentions | 128,740 |
| Broker Non-Votes | 5,197,757 |

Based on the foregoing advisory vote, since the one year option received the highest votes at the Annual Meeting, the one year option was recommended by the shareholders.

SIGNATURE

Pursuant to the requirements of Section 13 or 15 (d) 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.

Date: June 14, 2011

PMC COMMERCIAL TRUST

By: /s/ Barry N. Berlin

Barry N. Berlin, Chief Financial Officer