

MECHANICAL TECHNOLOGY INC

Form 8-K

June 14, 2012

**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 14, 2012**

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# MECHANICAL TECHNOLOGY, INCORPORATED

(Exact name of registrant as specified in charter)

**New York**  
(State or Other Jurisdiction  
  
of Incorporation)

**0-6890**  
(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))



**Item 5.07 Submission of Matters to a Vote of Security Holders**

Mechanical Technology, Incorporated held its Annual Meeting of Stockholders on June 14, 2012 (the Annual Meeting ). At the Annual Meeting, the Company s stockholders:

1. Elected as directors Kevin G. Lynch and William P. Phelan to hold office until the 2015 Annual Meeting of Stockholders or until their successors are duly elected and qualified;
2. Ratified the selection of PricewaterhouseCoopers LLP as the Company s independent registered public accounting firm for the fiscal year 2012; and
3. Approved the Mechanical Technology Incorporated 2012 Equity Incentive Plan.

At the Annual Meeting, the stockholders voted as follows:

| <u>Matter</u>   | <u>Votes For</u> | <u>Votes Against /</u> |                    | <u>Broker Non-Votes</u> |
|---|------------------|------------------------|--------------------|-------------------------|
|   |                  | <u>Withheld</u>        | <u>Abstentions</u> |                         |
| 1. a. Election of Kevin G. Lynch  | 1,254,049        | 67,704                 | N/A                | 3,372,809               |
| 1. b. Election of William P. Phelan   | 1,254,406        | 67,347                 | N/A                | 3,372,809               |
| 2. Ratification of PricewaterhouseCoopers LLP as the Company s independent registered public accounting firm for the fiscal year 2012 | 4,526,421        | 122,512                | 45,629             | N/A                     |
| 3. Approval of the Mechanical Technology Incorporated 2012 Equity Incentive Plan  | 1,042,630        | 267,479                | 11,644             | 3,372,809               |

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**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.

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MECHANICAL TECHNOLOGY, INCORPORATED

Date: June 14, 2012

By: /s/ PENG K. LIM

Name: Peng K. Lim

Title: Chairman and Chief Executive Officer