

BSQUARE CORP /WA  
Form 8-K  
June 23, 2010

**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 22, 2010

**BSQUARE CORPORATION**

(Exact name of Registrant as specified in its charter)

Washington  
(State or Other Jurisdiction  
of Incorporation)

000-27687  
(Commission  
File Number)

91-1650880  
(IRS Employer  
Identification No.)

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110 110<sup>th</sup> Ave NE, Suite 200

Bellevue, WA 98004

425-519-5900

(Address and Telephone Number of Registrant's Principal Executive Offices)

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.**

The 2010 Annual Meeting of Shareholders of BSQUARE Corporation (the Company) was held on June 22, 2010, at which the following matters were approved as follows:

1. The election of the following three Class I directors to serve for the ensuing three years as members of the Company's board of directors and until such directors' successors are duly elected:

| Nominee                   | For       | Withheld | Broker Non-Votes |
|---------------------------|-----------|----------|------------------|
| Elliott H. Jurgensen, Jr. | 4,300,411 | 686,420  | 4,513,324        |
| Scot E. Land              | 4,300,411 | 686,420  | 4,513,324        |
| Kendra A. VanderMeulen    | 4,300,411 | 686,420  | 4,513,324        |

2. The ratification of the appointment of Moss Adams LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2010:

| For       | Against | Abstain | Broker Non-Votes |
|-----------|---------|---------|------------------|
| 9,428,652 | 67,128  | 4,375   | 0                |

These are the final voting results.

**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.

**BSQUARE CORPORATION**

Dated: June 23, 2010

By: /s/ Scott C. Mahan  
Scott C. Mahan  
Vice President, Finance & Operations  
and Chief Financial Officer