

PSYCHEMEDICS CORP  
Form 8-K  
June 03, 2013

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, 2013**

**PSYCHEMEDICS CORPORATION**

(Exact Name of Registrant As Specified In Its Charter)

**Delaware**

(State or Other Jurisdiction of Incorporation)

**1-13738** **58-1701987**  
(Commission File Number) (I.R.S. Employer Identification No.)

**125 Nagog Park, Acton, Massachusetts 01720**

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(Address of Principal Executive Offices) (Zip Code)

**(978) 206-8220**

(Registrant's Telephone Number, Including Area Code)

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 (see General Instructions 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 13e4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

At the 2013 Annual Meeting, the following items were voted on by stockholders:

- a. Messrs. Raymond C Kubacki, Harry Connick, Walter S. Tomenson, Jr. and Fred J. Weinert were each elected by the stockholders to a term to expire in 2014.

| Nominees                | For       | Withheld | Broker<br>Non-Votes |
|-------------------------|-----------|----------|---------------------|
| Raymond C. Kubacki      | 3,397,431 | 17,212   | 1,419,635           |
| Harry Connick           | 3,385,227 | 29,416   | 1,419,635           |
| Walter S. Tomenson, Jr. | 3,397,256 | 17,387   | 1,419,635           |
| Fred J. Weinert         | 2,875,705 | 538,938  | 1,419,635           |

- b. The stockholders approved, on an advisory (non-binding) basis, the compensation paid to the Corporation's named executive officers disclosed in the Proxy Statement, including the compensation tables and related disclosure.

| For       | Against | Abstain | Broker<br>Non-Votes |
|-----------|---------|---------|---------------------|
| 3,212,481 | 174,100 | 28,061  | 1,419,635           |

- c. The stockholders voted, on an advisory (non-binding) basis, on the frequency of which the Corporation should hold future advisory votes on executive compensation.

| Three<br>Years | Two<br>Years | One<br>Year | Abstain | Broker<br>Non-Votes |
|----------------|--------------|-------------|---------|---------------------|
| 1,276,618      | 31,543       | 1,935,234   | 171,247 | 1,419,635           |

- d. Management's proposal to ratify the appointment of BDO USA, LLP as Psychemedics' independent registered public accounting firm for 2013 was approved.

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| For       | Against | Abstain |
|-----------|---------|---------|
| 4,818,073 | 8,195   | 8,010   |

SIGNATURE

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.

**PSYCHEMEDICS  
CORPORATION**

Dated: May 29, 2013

By: /s/ Neil L. Lerner  
Neil L. Lerner,  
Vice President - Finance