



(858) 549-6340

(Registrant's Telephone Number)

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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:

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 8.01. Other Events.**

The 2010 Stock Incentive Plan (the “Plan”) of RF Industries, Ltd., a Nevada corporation, grants the Board of Directors the authority to reprice any outstanding stock awards under the Plan, and to cancel and re-grant any outstanding stock awards under the Plan and effect any other action that is treated as a repricing for financial accounting purposes. On August 20, 2014 the Board of Directors of RF Industries, Ltd. amended the Plan to eliminate the foregoing authority to reprice stock awards under the Plan.

**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.

August 20, 2014 By: /s/ Mark Turfler  
Mark Turfler  
Chief Financial Officer