

KOPIN CORP  
Form 8-K  
April 30, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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) April 29, 2014**

**KOPIN CORPORATION**

**(Exact Name of Registrant as Specified in Charter)**

**DELAWARE**  
**(State or Other Jurisdiction**

**of Incorporation)**

**125 North Drive, Westborough, MA**

**000-19882**  
**(Commission**

**File Number)**

**04-2833935**  
**(IRS Employer**

**Identification No.)**

**01581**

**(Address of Principal Executive Offices)**

**(Zip Code)**

**Registrant's telephone number, including area code (508) 870-5959**

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 annual meeting of stockholders of Kopin Corporation (the Company) was held on April 29, 2014. The following matters were acted upon:

**1. ELECTION OF DIRECTORS**

John C.C. Fan, James K. Brewington, David E. Brook, Andrew H. Chapman, Morton Collins, Chi Chia Hsieh, and Michael J. Landine were all elected to serve as directors of the Company until the Company's 2015 Annual Meeting and until their successors are duly elected and qualified. The results of the election of directors are as follows:

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Withheld</b>
John C.C. Fan	44,618,551	2,096,025
James K. Brewington	42,467,491	4,247,085
David E. Brook	44,751,851	1,962,725
Andrew H. Chapman	45,357,104	1,357,472
Morton Collins	45,353,304	1,361,272
Chi Chia Hsieh	42,219,691	4,494,885
Michael J. Landine	44,500,285	2,214,291

**2. APPROVAL OF AN AMENDMENT TO THE COMPANY'S 2010 EQUITY INCENTIVE PLAN**

A proposal to ratify an amendment to the Company's 2010 Equity Incentive Plan (the Plan) to increase the number of shares authorized for issuance under the Plan was approved by the following votes:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
39,802,127	6,063,145	849,304	12,741,166

**3. RATIFICATION OF APPOINTMENT OF DELOITTE & TOUCHE LLP AS THE INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM OF THE COMPANY.**

A proposal to ratify the appointment of Deloitte & Touche LLP as the independent registered public accounting firm of the Company was approved by the following votes:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
58,475,950	891,353	88,439	0

**4. AN ADVISORY VOTE ON THE COMPANY'S EXECUTIVE COMPENSATION.**

An advisory vote to approve the compensation of the Company's named executive officers was approved by the following votes:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
31,158,496	15,219,854	336,226	12,741,166

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As previously disclosed on a Form 8-K, as filed with the Securities and Exchange Commission on May 5, 2011, the Board has determined that the Company will hold an advisory shareholder vote on the compensation of executives every year.

**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.

KOPIN CORPORATION

Dated: April 30, 2014

By: /s/ Richard A. Sneider  
Richard A. Sneider  
Treasurer and Chief Financial Officer  
(Principal Financial and Accounting Officer)