

Sino-Global Shipping America, Ltd.
Form 8-K
April 25, 2013

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES AND EXCHANGE ACT OF 1934**

Date of report (date of earliest event reported): April 19, 2013

SINO-GLOBAL SHIPPING AMERICA, LTD.

(Exact name of registrant as specified in its charter)

Virginia	001-34024	11-3588546
(State or Other Jurisdiction	(Commission File Number)	(IRS
of Incorporation)		Employer
		Identification
		No.)

136-56 39th Avenue, Room #305

Edgar Filing: Sino-Global Shipping America, Ltd. - Form 8-K

Flushing, New York 11354

(Address of principal executive offices and zip code)

(718) 888-1814

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

The Registrant held its 2013 Annual Meeting of Shareholders on April 19, 2013, at 11:00 a.m., Beijing time at the North Garden Hotel, 218-1 Wangfujing Street, Beijing 100006, People's Republic of China. A total of 1,733,740 of the Registrant's shares of common stock were present in person or by proxy, representing a quorum of 59.71%. The following tables reflect the certified tabulation of the votes with respect to each proposal submitted to a vote of the Registrant's shareholders at the 2013 Annual Meeting of Shareholders. Abstentions were counted as present for the purpose of establishing a quorum, but were not treated as votes cast on each respective proposal.

1. PROPOSAL 1: Election of Directors

To elect two Class III members of the Board of Directors to serve terms expiring at the Annual Meeting of Shareholders in 2016 or until their successors are duly elected and qualified. The Class III nominees who
a. received a plurality of the properly cast votes were Zhang Mingwei and Wang Jing, who were thereby elected to the Registrant's Board of Directors. The tabulation of the certified voting results is as follows:

<u>Nominee</u>	For		Withheld		Abstain/Broker Non-Vote	
	<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>
Wang Jing	1,459,974	84.21%	274,065	15.81%	0	0%
Zhang Mingwei	1,459,989	84.21%	274,050	15.81%	0	0%

The Table below shows the composition of the Registrant's Board of Directors and the Board committees following the 2013 Annual Meeting of Shareholders:

<u>Post-AGM Board</u>	<u>Independent</u>	<u>Committees</u>
Cao Lei	No	
Zhang Mingwei	No	
Wang Jing	Yes	Audit, Corporate Governance, Compensation*
Dennis Laing	Yes	Audit, Corporate Governance*, Compensation
Liu Tielang	Yes	Audit*, Corporate Governance, Compensation

* Chair of Committee

2. PROPOSAL 2: Issuance of Shares

Edgar Filing: Sino-Global Shipping America, Ltd. - Form 8-K

To approve for the purposes of NASD Marketplace Rule 4350, the issuance of shares of common stock in excess of 20% of the number of outstanding shares of common stock on March 5, 2013. The tabulation of the certified voting results is as follows:

For		Withheld		Abstain/Broker Non-Vote	
<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>
1,459,099	84.16%	274,400	15.83%	540	0.03%

3. PROPOSAL 3: Ratification of Appointment of Independent Auditor

To ratify the appointment of Friedman LLP as the Registrant's independent registered public accountant for the fiscal year ending June 30, 2013. The proposal was approved by a majority vote of 99.83% of the votes cast. The tabulation of the certified voting results is as follows:

For		Withheld		Abstain/Broker Non-Vote	
<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>	<u>Number</u>	<u>Percentage</u>
1,730,874	99.83%	3,165	0.18%	0	0%

4. PROPOSAL 4: Advisory Vote on Executive Compensation

To vote on an advisory, nonbinding resolution to approve the compensation of the Company's named executive officers as disclosed in this proxy statement pursuant to the compensation disclosure rules of the Securities and Exchange Commission. The tabulation of the certified voting results is as follows:

For	Withheld	Abstain/Broker Non-Vote
<u>Number</u> <u>Percentage</u>	<u>Number</u> <u>Percentage</u>	<u>Number</u> <u>Percentage</u>
1,458,699 84.14%	274,250 15.82%	1,090 0.06%

5. PROPOSAL 5: Advisory Vote on Frequency of Vote on Executive Compensation Vote

To vote on an advisory, nonbinding resolution to approve the frequency of advisory votes on named executive officer compensation. The tabulation of the certified voting results is as follows:

Every One Year	Every Two Years	Every Three Years	Abstain/Broker Non-Vote
<u>Number</u> <u>Percentage</u>	<u>Number</u> <u>Percentage</u>	<u>Number</u> <u>Percentage</u>	<u>Number</u> <u>Percentage</u>
1,730,439 99.81%	0 0%	1,150 0.07%	2,450 0.14%

Based on the foregoing advisory votes, the Registrant will seek shareholder approval, on a nonbinding advisory basis, on the frequency of voting on executive compensation.

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: April 25, 2013 SINO-GLOBAL SHIPPING AMERICA, LTD.

By: /s/ Cao Lei
 Name: Cao Lei
 Its: Chief Executive Officer

