DGSE COMPANIES INC Form 8-K June 10, 2015 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 10, 2015** (June 10, 2015)

# **DGSE COMPANIES, INC.**

(Exact name of registrant as specified in its charter)

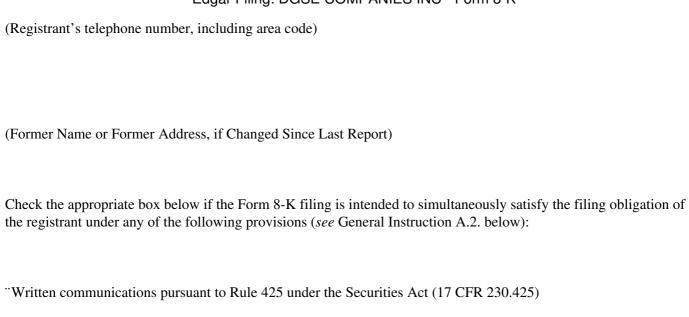
# Nevada <u>1-11048</u> <u>88-0097334</u>

(State or Other Jurisdiction of Incorporation) (Commission (IRS Employer File Number) Identification No.)

15850 Dallas Parkway, Suite 140 Dallas, Texas 75248

(Address of Principal Executive Offices) (Zip Code)

## (972) 587-4049



"Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

<sup>&</sup>quot;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

On June 10, 2015, DGSE Companies, Inc., a Nevada corporation (the "Company"), held its 2015 annual meeting (the "Annual Meeting") of stockholders (the "Stockholders") in Dallas, Texas, at which the Stockholders voted on several matters in person or by proxy. The matters submitted to the Stockholders for a vote at the Annual Meeting were set forth in the Company's Definitive Proxy Statement on Schedule 14A, which was filed with the Securities and Exchange Commission on April 30, 2015 (the "Proxy Statement") and distributed to the Stockholders, and are described below. In aggregate, Stockholders representing 10,052,556, or 82.0%, of the shares of the Company's common stock, par value \$0.01 per share, outstanding and entitled to vote as of the record date, April 29, 2015, were represented at the meeting either in person or by proxy.

The matters proposed to the Stockholders for a vote were: (i) the election of each of James D. Clem, C. Brett Burford, David S. Rector, Dennis A. McGill and Bruce A. Quinnell as members of the Company's Board of Directors (the "Board"); and (ii) the ratification of the Company's appointment of Whitley Penn LLP ("Whitley Penn") as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015.

#### **Election of Directors**

The nominees named in the Proxy Statement (the "Proxy Statement Nominees") were elected to the Board to serve until the next annual meeting of Stockholders and until their respective successors are duly-elected and qualified (or until their death, resignation or removal, if earlier). The Proxy Statement Nominees were the only nominees to receive votes for their election at the meeting, and the Proxy Statement Nominees constitute the five nominees receiving the highest number of votes in favor of their election as directors. The results of the vote with respect to their respective elections were as follows:

Nominees	Votes For	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
James D. Clem	4,988,836	136,279	4,927,441
C. Brett Burford	4,988,819	136,296	4,927,441
David S. Rector	4,953,236	171,879	4,927,441
Dennis A. McGill	4,988,836	136,279	4,927,441
Bruce A. Quinnell	4,988,819	136,296	4,927,441

## Ratification of Appointment of Independent Registered Public Accounting Firm

The Stockholders, by a majority vote, approved the proposal to ratify the appointment of Whitley Penn as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015. The results of

the vote with respect to such ratification were as follows:

**Votes For Votes Against Abstentions Broker Non-Votes** 9,497,717 525,597 29,242 0

# **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

# **DGSE COMPANIES, INC.**

Date: June 10, 2015 By: /s/ JAMES D. CLEM

James D. Clem

Chief Executive Officer