

SURGE COMPONENTS INC
Form 8-K
November 25, 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): **November 25, 2015 (November 24, 2015)**

SURGE COMPONENTS, INC.

(Exact name of registrant as specified in its charter)

Nevada

000-27688 11-2602030

(State or other jurisdiction (Commission (I.R.S. Employer

of incorporation)

File Number) Identification No.)

95 East Jefryn Blvd., Deer Park, New York 11729

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(631)**

595-1818

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)

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

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13a-4(c))

Item 5.07. Submission of Matters to a Vote of Security Holders.

On November 24, 2015, Surge Components, Inc. (the “**Company**”) held its 2015 Annual Meeting of Stockholders. At the meeting, stockholders (i) re-elected Alan Plafker and David Siegel as Class B directors of the Company, (ii) approved the compensation of the Company’s named executive officers, (iii) approved the adoption of the Surge Components, Inc. 2015 Equity Incentive Plan and (iv) ratified the appointment of Seligson & Giannattasio, LLP as the Company’s independent registered public accounting firm for the fiscal year ending November 30, 2015.

Set forth below are the final voting results for each of the proposals:

Proposal No. 1 – Election of directors

Alan Plafker and David Siegel were elected to serve as Class B directors of the Company until the 2018 Annual Meeting of Stockholders or until their successors are elected and qualified or until their earlier resignation or removal. The voting results were as follows:

| Director | Votes For | Votes Withheld | Broker Non-Votes |
|-----------------|------------------|-----------------------|-------------------------|
| Alan Plafker | 4,567,009 | 595,834 | 3,149,695 |
| David Siegel | 4,467,873 | 694,970 | 3,149,695 |

Proposal No. 2 – Advisory vote regarding the approval of compensation paid to named executive officers

The compensation of the Company’s named executive officers was approved, on an advisory basis. The voting results were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-------------------------|
| 4,204,192 | 939,751 | - | 3,149,695 |

Proposal No. 3 –Adoption of the Surge Components, Inc. 2015 Equity Incentive Plan

The adoption of the Surge Components, Inc. 2015 Equity Incentive Plan was approved. The voting results were as follows:

| Votes For | Votes Against | Abstentions | Broker Non-Votes |
|------------------|----------------------|--------------------|-------------------------|
| 3,382,932 | 1,777,299 | 2,612 | 3,149,695 |

Proposal No. 4 – Ratification of appointment of independent registered public accounting firm

The appointment of Seligson & Giannattasio, LLP as the Company's independent registered public accounting firm for the fiscal year ending November 30, 2015 was ratified. The voting results were as follows:

| Votes For | Votes Against | Abstentions |
|------------------|--------------------------|--------------------|
| 7,389,403 | 138,246 | 784,889 |

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.

SURGE COMPONENTS, INC.

Date: November 25, 2015 By: /s/ Ira Levy
Name: Ira Levy
Title: Chief Executive Officer