

SOUTHWALL TECHNOLOGIES INC /DE/  
Form 8-K  
May 13, 2010

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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)

May 12, 2010

SOUTHWALL TECHNOLOGIES INC.  
(Exact Name Of Registrant As Specified In Its Charter)

DELAWARE  
(State or Other Jurisdiction of Incorporation)

0-15930  
(Commission File Number)

94-2551470  
(I.R.S. Employer Identification No.)

3788 Fabian Way, Palo Alto, CA  
(Address of Principal Executive Offices)

94303  
(Zip Code)

(650) 962-9111  
(Registrant's Telephone Number, Including Area Code)

N/A  
(Former Name or Former Address, if Changed Since Last Report)

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))
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# Item 5.07 Submission of Matters to a Vote of Security Holders

(a) On May 12, 2010, Southwall Technologies Inc. (the “Registrant”) held its annual meeting of shareholders.

(b) At the annual meeting two vote items were acted upon by the shareholders. The number of votes cast for, against, or withheld as to each such matter or nominee, as well as the number of abstentions and broker non-votes as to each such matter or nominee, have been certified and are set forth below:

|   | Vote Item                                                                                                                    | Nominee                  | For        | Against | Withheld | Non-Votes |
|---|------------------------------------------------------------------------------------------------------------------------------|--------------------------|------------|---------|----------|-----------|
| 1 | Election of Directors                                                                                                        | William A. Berry         | 18,468,171 |         | 130,244  | 8,150,572 |
|   | (All elected)                                                                                                                | George I. Boyadjieff     | 18,170,062 |         | 428,353  | 8,150,572 |
|   |                                                                                                                              | Dennis E. Bunday         | 18,518,391 |         | 80,024   | 8,150,572 |
|   |                                                                                                                              | Dennis F. Capovilla      | 18,518,291 |         | 80,291   | 8,150,572 |
|   |                                                                                                                              | R. Eugene Goodson        | 18,493,591 |         | 104,824  | 8,150,572 |
|   |                                                                                                                              | Andre R. Horn            | 18,517,771 |         | 80,644   | 8,150,572 |
|   |                                                                                                                              | Jami K. Dover Nachtsheim | 18,184,962 |         | 413,453  | 8,150,572 |
|   |                                                                                                                              | Peter E. Salas           | 18,518,891 |         | 79,524   | 8,150,572 |
|   |                                                                                                                              |                          | For        | Against | Abstain  | Non-Votes |
| 2 | Amendment to our Articles of Incorporation to Implement a Reverse Split and a Reduction in our Authorized Equity Securities. |                          | 26,244,274 | 485,251 | 19,462   | 0         |

The information in this Current Report on Form 8-K and the exhibit attached hereto shall not be deemed “filed” for the purposes of Section 18 of the Securities and Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as otherwise expressly stated in such filing.

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, thereunto duly authorized.

Dated: May 12, 2010

SOUTHWALL TECHNOLOGIES INC.

By: /s/ Dennis F. Capovilla  
Dennis F. Capovilla  
Chief Executive Officer

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