

RICHARDSON ELECTRONICS LTD/DE  
Form 8-K  
March 24, 2011

**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): March 18, 2011

**RICHARDSON ELECTRONICS, LTD.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction)

0-12906  
(Commission)

36-2096643  
(IRS Employer)

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of incorporation)

File Number)

Identification No.)

**40W267 Keslinger Road, P.O. Box 393, LaFox, Illinois**

(Address of principal executive offices)

**Registrant's telephone number, including area code: (630) 208-2200**

**60147-0393**

(Zip Code)

(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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) On March 18, 2011, the Compensation Committee of the Board of Directors of Richardson Electronics, Ltd. (the Company) granted certain of the executive officers of the Company cash bonus compensation in recognition of their efforts to successfully complete the sale of the Company's former RF, Wireless and Power Division to Arrow Electronics, Inc., which sale was completed on March 1, 2011.

The executive officers of the Company, their titles and the amount of cash bonus compensation granted to each of them is set forth in the table below.

| <b>Name</b>   | <b>Title</b>  | <b>Amount of<br/>Cash Bonus<br/>Compensation</b> |
|---------------|---|--|
| Wendy Diddell | Executive Vice President, Corporate Development         | \$ 475,000                                       |
| Kyle Badger   | Executive Vice President, General Counsel and Secretary | \$ 50,000  |
| Kathy Dvorak  | Executive Vice President, Chief Financial Officer       | \$ 50,000  |

The cash bonus compensation is immediately payable in full, subject to regular payroll withholding taxes. The grants of cash bonus compensation were not made pursuant to any plan adopted by the Company or its stockholders.

**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.

RICHARDSON ELECTRONICS, LTD.

Date: March 24, 2011

By: /s/ Kyle C. Badger

Name: Kyle C. Badger

Title: Executive Vice President, General Counsel and Secretary