



Edgar Filing: PARK CITY GROUP INC - Form 8-K

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2)

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act



Item 5.07

Submission of Matters to a Vote of Security Holders.

On November 10, 2017, Park City Group, Inc. (the “Company”) held its 2017 annual meeting of stockholders (the “Annual Meeting”). The matters voted upon at the Annual Meeting and the results of the voting are set forth below.

Proposal No. 1- Election of Directors

|                      | For        | Against | Abstain | Not Voted |
|----------------------|------------|---------|---------|-----------|
| Randall K. Fields    | 12,659,370 | 56,422  | 322,469 | 6,273,963 |
| Robert W. Allen      | 12,192,717 | 523,075 | 322,469 | 6,273,963 |
| William S. Kies, Jr. | 11,853,782 | 865,010 | 322,469 | 6,273,963 |
| Richard Juliano      | 12,066,612 | 649,180 | 322,469 | 6,273,963 |
| Austin F. Noll, Jr.  | 12,082,388 | 633,404 | 322,469 | 6,273,963 |
| Ronald C. Hodge      | 12,082,968 | 632,824 | 322,469 | 6,273,963 |

The Company’s Directors are elected by a plurality of the votes cast. Accordingly, each of the nominees named above was elected to serve on the Company’s Board of Directors until the Company’s 2018 annual meeting of stockholders, or until their successors are elected and qualified.

Proposal No. 2- Ratification of the Appointment of Haynie & Company as the Company’s Independent Auditors for the Fiscal Year Ending June 30, 2018.

| For        | Against | Abstain |
|------------|---------|---------|
| 19,079,356 | 216,127 | 16,741  |

The vote required to approve this proposal was the affirmative vote of a majority of the votes cast at the Annual Meeting. Accordingly, stockholders ratified the appointment of Haynie & Company as the Company’s registered public accounting firm auditors for the fiscal year ending June 30, 2018.

For more information about the foregoing proposals, please review the Company’s definitive proxy statement, filed with the Securities and Exchange Commission on October 19, 2017.

Item 7.01

Regulation FD Disclosure.

On November 9, 2017, the Company hosted a quarterly conference call to provide a report regarding the Company’s financial condition and results from operations for the quarter ended September 30, 2017. A copy of the transcript of the call is attached hereto as Exhibit 99.1.

In accordance with General Instruction B.2 for Form 8-K, the information under this Item 7.01 of Form 8-K, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities 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, as amended, or the Exchange Act, except as expressly set

forth by specific reference in such filing.

Item 9.01

Financial Statements and Exhibits.

See Exhibit Index.



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.

PARK CITY GROUP INC.

Date: November 13, 2017 By: /s/ Todd Mitchell  
Todd Mitchell  
Chief Financial Officer





EXHIBIT INDEX

| Exhibit Number | Description                                      |
|----------------|--|
| <u>99.1</u>    | Earnings Call Transcript, dated November 9, 2017 |