

Bridgeline Digital, Inc.

Form 8-K

May 02, 2016

**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): **April 29, 2016**

**BRIDGELINE DIGITAL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other  
jurisdiction of  
incorporation)

**001-33567**

(Commission  
File Number)

**52-2263942**

(IRS Employer  
Identification No.)

**80 Blanchard Road**

**Burlington, MA 01803**

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(Address of principal executive offices, including zip code)

(781) 376-5555

(Registrant's telephone number, including area 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:

Written communications pursuant to Rule 425 under the Securities Act

Soliciting material pursuant to Rule 14a-12 under the Exchange Act

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

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act

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

On April 29, 2016, Bridgeline Digital, Inc. (the “Company”) held its Annual Meeting of Shareholders. The following is a summary of the matters voted on at the meeting:

(1) The results of the voting for the election of two directors each to serve a three-year term:

<b>Nominees</b>	<b>For</b>	<b>Withheld</b>	<b>Broker Non-Votes</b>
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Kenneth Galaznik	2,366,442	100,938	1,791,701
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Scott Landers	2,371,571	95,809	1,791,701
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(2) The results of the approval of the adoption of the Bridgeline Digital, Inc. 2016 Stock Incentive Plan were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
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	2,223,026	176,451	63,019	1,791,701
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(3) The results of the voting to ratify the selection of Marcum, LLP as the Company’s independent auditors for the fiscal year ending September 30, 2016 were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
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	4,071,143	16,583	149,241
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(4) The results of the approval of the issuance of up to 4,700,000 shares of the Company’s Common Stock upon conversion of outstanding term notes and the issuance of warrants to purchase up to an aggregate of 470,000 shares of the Company’s Common Stock and the issuance of the shares of the Common Stock issuable upon exercise of such warrants were as follows:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
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	2,309,772	144,313	25,841	1,791,701
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(5) The results of the approval of the issuance of up to 4,000,000 shares of the Company’s Common Stock upon conversion of outstanding convertible notes were as follows:

**For      Against Abstain Broker Non-Votes**

2,292,322 144,629 25,545 1,791,701

- (6) The results of the approval of the issuance of 2,666,667 shares of the Company's Common Stock upon conversion of term notes to be issued in a private placement were as follows:

**For      Against Abstain Broker Non-Votes**

2,282,450 150,501 29,545 1,791,701

- (7) The results of the voting on a non-binding advisory vote on the compensation of the Company's named executive officers were as follows:

**For      Against Abstain Broker Non-Votes**

2,332,697 89,856 39,943 1,791,701

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The results of  
the voting on  
a non-binding  
advisory vote  
(8) on frequency  
of vote on  
compensation  
were as  
follows:

<b>1 Year</b>	<b>2 Year</b>	<b>3 Year</b>	<b>Abstain</b>
389,777	160,883	1,854,752	57,083

**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.

**BRIDGELINE DIGITAL, INC.**  
(Registrant)

By:                   /s/ Michael D. Prinn  
                          Michael D. Prinn  
                          Executive Vice President and  
                          Chief Financial Officer

Date: May 2, 2016