

PARK ELECTROCHEMICAL CORP

Form 8-K

October 20, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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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): October 15, 2014

**PARK  
ELECTROCHEMICAL  
CORP.**

(Exact Name of Registrant  
as Specified in Charter)

New York  
(State or Other Jurisdiction  
of Incorporation)

1-4415

(Commission File Number) (IRS Employer Identification No.)

11-1734643

48 South Service Road, Melville, New York

11747

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code (631) 465-3600

Not  
Applicable

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 (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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.****Item 5.02(f). Determination of Cash Bonus Awards for Fiscal Year 2014.**

On October 15, 2014, the Compensation Committee of the Board of Directors of Park Electrochemical Corp. (the "Company") approved cash bonus awards for the Company's executive officers identified below for the fiscal year ended March 2, 2014. Other compensation for fiscal year 2014 was previously reported by the Company in the Summary Compensation Table beginning on page 13 of the definitive proxy statement, dated June 20, 2014, for its 2014 Annual Meeting of Shareholders (filed with the Securities and Exchange Commission on June 20, 2014) (the "Proxy Statement"). As of the filing of the Proxy Statement, cash bonuses for executive officers had not been determined and, therefore, were omitted from the Summary Compensation Table included in the Proxy Statement. Pursuant to Item 5.02(f) of Form 8-K, the cash bonus awards for the named executive officers for fiscal year 2014 are set forth below.

<b><u>Name and Principal Position</u></b>	<b>Fiscal 2014</b>	
	<b><u>Cash Bonus Award</u></b>	<b><u>Total Compensation</u></b>
<b>Brian E. Shore</b>		
Chairman of the Board,	\$-0-	\$681,160
President and Chief Executive Officer		
<b>P. Matthew Farabaugh</b>		
Vice President and Controller	20,000	272,070
<b>Stephen E. Gilhuley</b>		
Executive Vice President and	18,000	342,252
Secretary		
<b>Christopher T. Mastrogiacono</b>		
Executive Vice President and Chief	50,000	498,887
Operating Officer		
<b>Stephen M. Banker</b>		
Vice President and General Counsel	-0-	305,400



**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 hereunto duly authorized.**

**PARK ELECTROCHEMICAL CORP.**

**Date: October 20, 2014**

**By: /s/ Stephen E. Gilhuley  
Name: Stephen E. Gilhuley  
Title: Executive Vice  
President-Administration  
  
and Secretary**