

BSQUARE CORP /WA
Form 8-K
June 10, 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): June 8, 2011

BSQUARE CORPORATION

(Exact name of Registrant as specified in its charter)

Washington
(State or Other Jurisdiction

of Incorporation)

000-27687
(Commission File Number)

91-1650880
(IRS Employer

Identification No.)

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110 110th Ave NE, Suite 200

Bellevue, WA 98004

425-519-5900

(Address and Telephone Number of Registrant's Principal Executive Offices)

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 5.07 Submission of Matters to a Vote of Security Holders.

BSQUARE Corporation (the Company) held its Annual Meeting of Shareholders on June 8, 2011. The shareholders considered two proposals, each of which is described in more detail in the Company's definitive proxy statement dated May 4, 2011.

Proposal 1. The election of the following Class II director to serve for the ensuing three years as a member of the Company's board of directors and until his successor is duly elected:

| Nominee | For | Withheld | Broker Non-Votes |
|------------------|-----------|----------|------------------|
| Brian T. Crowley | 4,340,924 | 527,900 | 4,941,106 |

Proposal 2. The ratification of the appointment of Moss Adams LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2011:

| | For | Against | Abstain | Broker Non-Votes |
|--|-----------|---------|---------|------------------|
| | 9,568,143 | 175,317 | 66,470 | 0 |

These are the final voting results.

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.

BSQUARE CORPORATION

Date: June 10, 2011

By: /s/ Scott C. Mahan
Scott C. Mahan
Vice President, Finance & Operations

and Chief Financial Officer