





## Item 5.07 Submission of Matters to Vote of Security Holders

Butler National Corporation Annual Meeting of Shareholders was held on November 4, 2014 (the "Annual Meeting"). At the Annual Meeting, 42,757,709 shares of common stock, or approximately 69% of the 61,493,092 shares of common stock outstanding and entitled to vote at the Annual Meeting, were present in person or by proxies.

Set forth below are the matters acted upon by Butler National Corporation shareholders at the Annual Meeting, and the final voting results on each matter.

Election of Directors. Two persons were nominated by the Board of Directors for election as directors of Butler National Corporation, to hold office for a three year term expiring at the 2017 annual meeting of shareholders and 1. until his or her successors are duly elected and qualified. The nominees were incumbent directors, no other person was nominated and the nominees were elected. There were 25,063,125 broker non-votes with respect to each nominee. The votes cast for or against, as well as abstentions with respect to, each nominee were as follows:

Name of Director	Shares of Commons Stock Voted		Abstentions
	Shares of Common Stock Voted For	Against/Withheld	
David B. Hayden	16,214,467	1,480,117	0
Michael J. Tamburelli	16,240,042	1,454,542	0

Having received a plurality of the votes cast by holders of common stock at the Annual Meeting, Mr. David B. Hayden and Mr. Michael J. Tamburelli were elected as directors for the coming three year term scheduled to end at the 2017 Annual Meeting.

2. Ratification of Selection of L.L. Bradford and Company, LLC as Auditors. A resolution that the shareholders ratify the selection and appointment of L.L. Bradford and Company, LLC as the independent registered public accounting firm for Butler National Corporation for the year ending April 30, 2015 was submitted to, and voted upon by, the shareholders. There were 42,486,618 shares of common stock voted in favor of, and 247,337 shares of common stock voted against said resolution. The holders of 23,754 shares of common stock abstained and there were 0 broker non-votes. Having received the affirmative vote of the holders of at least a majority of shares of common stock outstanding and entitled to vote at the Annual Meeting, the appointment of L.L. Bradford and Company, LLC was ratified.

3. Advisory Vote on Executive Compensation. An advisory vote on executive compensation was submitted to, and voted upon by, the shareholders. There were 16,317,038 shares of common stock voted in favor of, and 1,357,996 shares of common stock voted against, said resolution. The holders of 19,550 shares of common stock abstained and there were 25,063,125 broker non-votes. Based on these results and consistent with a majority of votes cast with respect to this matter, the Company's Board of Directors has adopted a policy to hold an advisory vote on executive compensation every year.

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 thereunto duly authorized.

BUTLER NATIONAL CORPORATION  
(Registrant)

                                  /s/ Clark D. Stewart  
November 5, 2014 Clark D. Stewart  
Date                       (President and Chief Executive Officer)

                                  /s/ Craig D. Stewart  
November 5, 2014 Craig D. Stewart  
Date                       (Chief Financial Officer)

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