

SUTRON CORP  
Form 8-K  
May 10, 2012

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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): May 8, 2012

Sutron Corporation  
(Exact name of registrant as specified in its charter.)

|   |                             |   |
|---|-----------------------------|---|
| Virginia  | 0-12227                     | 54-1006352                              |
| (State or other jurisdiction<br>of incorporation or organization) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

22400 Davis Drive, Sterling Virginia 20164

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(Address of principal executive offices) (Zip Code)

(703) 406-2800

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(Issuer's telephone number)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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)

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- o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition

In accordance with SEC Release No. 33-8255, the following information is furnished. On May 8, 2012, Sutron Corporation announced via press release the Company's results for its first quarter ended March 31, 2012. A copy of the Company's press release is attached hereto as Exhibit 99.1. This Form 8-K and the attached exhibit are provided under Item 2.02 of Form 8-K and are furnished to, but not filed with, the Securities and Exchange Commission.

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

On May 9, 2012, Sutron Corporation (the "Company") held its 2012 Annual Meeting of Stockholders. The following proposals were adopted by the votes specified below.

|   | For       | Withheld/<br>Against | Abstain | Broker<br>Non-Votes |
|---|-----------|----------------------|---------|---------------------|
| 1. To elect seven (7) directors for the next year:  |           |                      |         |                     |
| Raul S. McQuivey  | 2,628,701 | 32,655               | -       | 2,048,276           |
| John F. DePodesta   | 2,641,501 | 19,855               | -       | 2,048,276           |
| Daniel W. Farrell   | 2,641,501 | 19,855               | -       | 2,048,276           |
| Larry C. Linton   | 2,629,801 | 31,555               | -       | 2,048,276           |
| Andrew D. Lipman  | 2,374,285 | 287,071              | -       | 2,048,276           |
| Leland R. Phipps  | 2,374,385 | 286,971              | -       | 2,048,276           |
| Ashish H. Raval   | 2,579,658 | 81,698               | -       | 2,048,276           |
| 2. To ratify the appointment of Yount, Hyde & Barbour as the Company's independent registered public accounting firm for fiscal year 2012 | 4,365,863 | 18,889               | 500     | 324,380             |

ITEM 9.01. Financial Statements and Exhibits

(d) Exhibits

Exhibit 99.1 — Press release issued on May 8, 2012

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.

Sutron Corporation  
(Registrant)

Date: May 10, 2012

By: /s/ Sidney C. Hooper  
Sidney C. Hooper  
Chief Financial Officer and Principal  
Accounting Officer