

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

BK Technologies, Inc.

Form: 8-K

Date Filed: 2019-03-07

Corporate Issuer CIK: 2186

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): **March 5, 2019**

BK Technologies, Inc.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of incorporation)

001-32644
(Commission File Number)

59-3486297
(I.R.S. Employer Identification No.)

7100 Technology Drive, West Melbourne, FL
(Address of principal executive offices)

32904
(Zip Code)

Registrant's telephone number, including area code: **(321) 984-1414**

N/A

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 5, 2019, the Compensation Committee (the "Compensation Committee") of the Board of Directors (the "Board") of BK Technologies, Inc. (the "Company") approved base salaries as follows: (i) \$275,000 to Timothy A. Vitou, President; (ii) \$215,000 to William P. Kelly, Executive Vice President, Chief Financial Officer and Secretary; (iii) \$215,000 to Randy Willis, Chief Operating Officer; and (iv) \$215,000 to James R. Holthaus, Chief Technology Officer.

In addition, on March 5, 2019, the Compensation Committee granted non-qualified stock options to Messrs. Vitou, Kelly, Willis and Holthaus to purchase 30,000, 20,000, 20,000 and 20,000 shares, respectively, of the Company's common stock, at an exercise price of \$4.07 per share. The stock options have ten-year terms and become exercisable in five annual installments beginning on the first anniversary of the grant date. The options are subject to the terms and conditions of the Company's 2017 Incentive Compensation Plan and their respective Stock Option Agreements.

The foregoing descriptions of the stock options in this Current Report on Form 8-K are summaries only, do not purport to be complete, and are qualified in their entirety to the full text of their respective agreements, a form of which has been previously filed with the Securities and Exchange Commission.

Item 8.01 Other Events.

The Board has set May 14, 2019 as the record date for the 2019 Annual Meeting of Stockholders of the Company (the "Annual Meeting") scheduled to take place on July 12, 2019. Additional information about the Annual Meeting will be included in the Company's proxy materials.

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.

BK TECHNOLOGIES, INC.

Date: March 7, 2019

By: /s/ William P. Kelly

William P. Kelly
Executive Vice President and Chief Financial Officer
