

VISHAY INTERTECHNOLOGY INC  
Form 8-K  
May 24, 2016  
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 24, 2016

Vishay Intertechnology, Inc.

(Exact name of registrant as specified in its charter)

Delaware 1-7416 38-1686453  
(State or Other Jurisdiction of Incorporation) (Commission File Number) (I.R.S. Employer Identification Number)

63 Lancaster Avenue 19355-2143  
Malvern, PA 19355-2143  
(Address of Principal Executive Offices) Zip Code

Registrant's telephone number, including area code  
610-644-1300

(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 5.07 – Submission of Matters to a Vote of Security Holders.

At the Annual Meeting of Stockholders, Vishay's stockholders elected four directors to hold office until the 2019 annual meeting and ratified the appointment of Ernst & Young LLP as Vishay's independent registered public accounting firm for the year ending December 31, 2016.

Each share of common stock is entitled to one vote, and each share of Class B common stock is entitled to ten votes.

The results of the votes of stockholders on each matter set forth at the Annual Meeting are as follows:

Election of Directors to Hold Office until 2019

|                             | For         | Withheld  | Broker<br>Non-Votes |
|-----------------------------|-------------|-----------|---------------------|
| <b>Dr. Gerald Paul</b>      |             |           |                     |
| Common stock                | 107,583,504 | 2,899,640 | 10,210,870          |
| Class B common stock        | 11,992,632  | -         | 262                 |
| Total voting power          | 227,509,824 | 2,899,640 | 10,213,490          |
| <b>Frank Dieter Maier</b>   |             |           |                     |
| Common stock                | 106,176,392 | 4,306,752 | 10,210,870          |
| Class B common stock        | 11,974,611  | 18,021    | 262                 |
| Total voting power          | 225,922,502 | 4,486,962 | 10,213,490          |
| <b>Timothy V. Talbert</b>   |             |           |                     |
| Common stock                | 109,391,351 | 1,091,793 | 10,210,870          |
| Class B common stock        | 11,992,632  | -         | 262                 |
| Total voting power          | 229,317,671 | 1,091,793 | 10,213,490          |
| <b>Thomas C. Wertheimer</b> |             |           |                     |
| Common stock                | 109,302,582 | 1,180,562 | 10,210,870          |
| Class B common stock        | 11,992,632  | -         | 262                 |
| Total voting power          | 229,228,902 | 1,180,562 | 10,213,490          |

Ratification of Appointment of Independent Registered Public Accounting Firm

|                      | For         | Against | Abstain | Broker<br>Non-Votes |
|----------------------|-------------|---------|---------|---------------------|
| Common stock         | 119,761,513 | 740,918 | 191,583 | -                   |
| Class B common stock | 11,992,894  | -       | -       | -                   |
| Total voting power   | 239,690,453 | 740,918 | 191,583 | -                   |

Item 8.01 – Other Events.

Cash Dividend Declaration

On May 24, 2016, Vishay declared a quarterly cash dividend of \$0.0625 per share of common stock and Class B common stock outstanding payable on June 29, 2016 to stockholders of record at the close of business on June 15, 2016. A copy of the press release announcing the dividend declaration is attached as Exhibit 99.1 to this report.

Item 9.01 – Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

|      |                                            |
|------|--------------------------------------------|
| 99.1 | Press<br>release dated<br>May 24,<br>2016. |
|------|--------------------------------------------|

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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.

Date: May 24, 2016

VISHAY INTERTECHNOLOGY, INC.

By: /s/ Lori Lipcaman

Name: Lori Lipcaman

Title: Executive Vice President and  
Chief Financial Officer