

Horizon Technology Finance Corp
Form 8-K
June 11, 2012

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 11, 2012

HORIZON TECHNOLOGY FINANCE CORPORATION

(Exact name of registrant as specified in its charter)

| | | |
|------------------------------|--------------------------|--------------------------------------|
| Delaware | 814-00802 | 27-2114934 |
| (State or other jurisdiction | (Commission File Number) | (I.R.S. Employer Identification No.) |
| of incorporation) | | |

312 Farmington Avenue

Farmington, CT 06032

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(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(860) 676-8654**

Check the appropriate box below if the Form 8-K 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))

Section 5 Corporate Governance and Management

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

Annual Meeting Results

On June 11, 2012, Horizon Technology Finance Corporation (the “Company”) held its annual meeting of stockholders (the “Annual Meeting”). At the Annual Meeting, the Company’s stockholders approved two proposals. The proposals are described in detail in the Company’s definitive proxy statement for the Annual Meeting as filed with the Securities and Exchange Commission on April 24, 2012 (the “Annual Proxy Statement”). As of April 17, 2012, the record date for the Annual Meeting, 7,640,049 shares of common stock were eligible to vote.

Proposal 1. The Company’s stockholders elected three Class II directors of the Company, each of whom will serve until the 2015 Annual Meeting, or until his or her successor is duly elected and qualifies or until his or her earlier resignation, removal from office, death or incapacity. The three directors were elected pursuant to the voting results set forth below:

| | For | Withheld | Broker Non-Votes |
|---------------------|-----------|----------|-----------------------------|
| Gerald A. Michaud | 3,660,950 | 294,477 | 3,128,313 |
| Edmund V. Mahoney | 3,646,695 | 308,732 | 3,128,313 |
| Elaine A. Sarsynski | 3,646,595 | 308,832 | 3,128,313 |

Proposal 2. The Company’s stockholders ratified the selection of McGladrey & Pullen, LLP to serve as the Company’s independent registered public accounting firm for the year ending December 31, 2012, as set forth below:

| For | Against | Abstain |
|-----------|---------|---------|
| 7,094,535 | 16,708 | 17,497 |

Special Meeting Results

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On June 11, 2012, Horizon Technology Finance Corporation (the “Company”) held a special meeting of stockholders (the “Special Meeting”). At the Special Meeting, the Company’s stockholders voted on and approved one proposal. The proposal is described in detail in the Company’s definitive proxy statement for the Special Meeting as filed with the Securities and Exchange Commission on May 1, 2012 (the “Special Meeting Proxy Statement”). As of April 17, 2012, the record date for the Special Meeting, 7,640,049 shares of common stock were eligible to vote.

The Company’s stockholders approved a proposal to authorize the Company, with the approval of its Board of Directors, to sell shares of its common stock at a price or prices below the Company’s then current net asset value per share in one or more offerings, subject to certain conditions as set forth in the Special Meeting Proxy Statement, (including, without limitation, that the number of shares issued does not exceed 25% of the Company’s then outstanding common stock, at a price below, but no more than 15% below, its then current net asset value.) The Company’s stockholders approved the proposal pursuant to the voting results set forth below:

| | For | Against | Abstain | Broker Non-Vote |
|---|-----------|---------|---------|----------------------------|
| All Votes Cast | 4,017,804 | 702,461 | 52,926 | N/A |
| All Votes Cast Excluding Votes Cast by Affiliates | 2,268,960 | 702,461 | 52,926 | N/A |

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: June 11, 2012
HORIZON TECHNOLOGY
FINANCE CORPORATION

By: /s/ Robert D. Pomeroy, Jr.
Robert D. Pomeroy, Jr.
Chief Executive Officer and

Chairman of the Board