

**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): July 24, 2014**

# DIGITAL POWER CORPORATION

(Exact name of registrant as specified in its charter)

<b>California</b>	<b>001-12711</b>	<b>94-1721931</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**48430 Lakeview Blvd, Fremont, CA 94538-3158**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(510) 657-2635**

(Former name or former address, if change 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.**

The annual meeting of shareholders (the “Annual Meeting”) of Digital Power Corporation (the “Company”) was held on July 24, 2014. Two items were submitted to a vote of the shareholders, as described in detail in the Company’s Proxy Statement, dated June 12, 2014. The following briefly describes the items submitted to a vote at the Annual Meeting and the results of the shareholders' vote.

- (1) The shareholders elected five (5) directors to the Board of Directors of the Company. The vote regarding this item was as follows:

<u>Director Nominee</u>	<u>Votes For</u>	<u>Votes Withheld</u>
Ben-Zion Diamant	3,135,563	427,515
Amos Kohn	3,175,456	387,622
Haim Yatim	3,217,050	346,028
Robert O. Smith	3,174,311	388,767
Aaron Ben-Ze'ev	3,217,050	346,028

There were 2,310,593 broker non-votes with respect to the election of directors.

- The shareholders ratified the appointment of Kost Forer Gabbay & Kasierer, a member of Ernst & Young Global (2)Limited (“Kost Forer”), as the Company’s independent auditors for the fiscal year ending December 31, 2015. The vote regarding this item was as follows:

Votes For	5,751,022
Votes Against	59,848
Votes Abstaining	62,801

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There were no broker non-votes with respect to the ratification of the appointment of Kost Forer as the Company’s independent auditors.

**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.

**DIGITAL POWER  
CORPORATION**

/s/ William J. Hultzman  
By: William J. Hultzman

Title: V.P. of Finance

Principal Accounting Officer

Dated: July 31, 2014