

PARK ELECTROCHEMICAL CORP

Form 8-K

September 07, 2012

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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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): September 4, 2012

PARK ELECTROCHEMICAL CORP.

(Exact Name of Registrant as Specified in Charter)

New York

(State or Other Jurisdiction

of Incorporation)

1-4415

11-1734643

(Commission File Number) (IRS Employer Identification No.)

48 South Service Road, Melville, New York

(Address of Principal Executive Offices)

11747

(Zip Code)

Registrant's telephone number, including area code (631) 465-3600

Not Applicable

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))

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

Item 5.02(f)

#### Determination of Cash Bonus Awards for Fiscal Year 2012

On September 4, 2012, the Compensation Committee of the Board of Directors of Park Electrochemical Corp. (the "Company") approved cash bonus awards for the Company's executive officers identified below for the fiscal year ended February 26, 2012. Other compensation for fiscal year 2012 was previously reported by the Company in the Summary Compensation Table beginning on page 12 of the definitive proxy statement, dated June 25, 2012, for its 2012 Annual Meeting of Shareholders (filed with the Securities and Exchange Commission on June 25, 2012) (the "Proxy Statement"). As of the filing of the Proxy Statement, cash bonuses for executive officers had not been determined and, therefore, were omitted from the Summary Compensation Table included in the Proxy Statement. Pursuant to Item 5.02(f) of Form 8-K, the cash bonus awards for the named executive officers for fiscal year 2012 are set forth below.

Name and Principal Position	Fiscal 2012	
	Cash Bonus Award	Total Compensation
Brian E. Shore Chairman of the Board, President and Chief Executive Officer	\$-0-	\$ 601,360
David R. Dahlquist Vice President and Chief Financial Officer	-0-	240,148
P. Matthew Farabaugh Vice President and Controller	20,000	212,900
Stephen E. Gilhuley Executive Vice President and Secretary	20,000	256,112
Christopher T. Mastrogiacono Executive Vice President and Chief Operating Officer	25,000	429,150

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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.

PARK ELECTROCHEMICAL CORP.

Date: September 7, 2012 By: /s/ Stephen E. Gilhuley

Name: Stephen E. Gilhuley

Title: Executive Vice President-Administration and Secretary