

FONAR CORP
Form 8-K
June 26, 2013

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Act of 1934

Date of Report (Date of earliest event reported): June 24, 2013

| | | |
|---|---|---|
| DELAWARE (State or other jurisdiction of Incorporation or organization) | FONAR CORPORATION (Exact name of registrant as specified in its charter) 0-10248 (Commission File Number) 110 Marcus Drive Melville, New York 11747 (631) 694-2929 (Address, including zip code, and telephone number of registrant's principal executive office) | 11-2464137 (I.R.S. Employer Identification No.) |
|---|---|---|

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 5.07 Submission of Matters to a Vote of Security Holders

The Annual Meeting of Stockholders of Fonar Corporation (the Company) was held at 10:00 a.m. on June 24, 2013 at the Double Tree Hotel, Wilmington Downtown, 700 King Street, Wilmington, Delaware 19801. At the meeting, the items of business were (1) the election of five directors, (2) on an advisory basis, the approval of the compensation of the Company's named executive officers, (3) on an advisory basis, whether the advisory stockholder vote to approve the compensation of the Company's named executive officers be taken every year, every two years, or every three years, and (4) the ratification of the selection by the board of directors of Marcum LLP as the Company's auditors for the fiscal year ending June 30, 2013.

The stockholders elected Raymond V. Damadian, M.D., Claudette J. V. Chan, Robert J. Janoff, Charles N. O'Data and Ronald G. Lehman, all of whom were sitting directors, as the directors of the Company. The stockholders also approved the compensation of the named executive officers, recommended that the stockholder vote on executive compensation be taken every year and ratified the selection of Marcum LLP as the Company's auditors for the fiscal year ending June 30, 2013.

The votes for each of the nominees for director were as follows:

| Nominee | For | Withheld | Broker Non-Votes |
|---------------------|------------|----------|------------------|
| Raymond V. Damadian | 10,513,696 | 657,282 | 3,175,533 |
| Claudette J.V. Chan | 10,671,591 | 499,387 | 3,175,533 |
| Robert J. Janoff | 11,047,393 | 123,585 | 3,175,533 |
| Charles N. O'Data | 11,048,210 | 122,768 | 3,175,533 |
| Ronald G. Lehman | 11,045,985 | 124,993 | 3,175,533 |

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The votes to approve, by non-binding vote, executive compensation were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 11,067,850 | 77,020 | 26,108 | 3,175,533 |

The votes to recommend frequency of non-binding vote on executive compensation were as follows:

| 1 Year | 2 Year | 3 Year | Abstain |
|------------|--------|---------|---------|
| 10,954,187 | 28,022 | 148,676 | 40,093 |

The votes for the ratification of Marcum LLP as the Company's auditors for the fiscal year ending June 30, 2013 were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 14,276,370 | 42,332 | 27,809 | 0 |

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FONAR CORPORATION

(Registrant)

By: /s/ Raymond Damadian

Raymond Damadian

President and Chairman

Dated: June 26, 2013