

FREQUENCY ELECTRONICS INC  
Form 8-K  
October 29, 2010

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): October 6, 2010

FREQUENCY ELECTRONICS, INC.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

1-8061  
(Commission  
File Number)

11-1986657  
(I.R.S. Employer  
Identification No.)

55 Charles Lindbergh Blvd., Mitchel Field, NY  
(Address of principal executive offices)

11553  
(Zip Code)

(516) 794-4500  
(Registrant's telephone number, including area code)

NONE  
(Former name, former address and former fiscal year, 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 (see General Instruction A.2. below):

- .. 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

On October 6, 2010, at the Annual Meeting of Stockholders of Frequency Electronics, Inc. (the “Company”), the stockholders elected each of the Company’s nominees for director to serve for terms of one year and until their successors are elected and qualified. Stockholders also ratified the appointment of EisnerAmper LLP as independent auditors for fiscal year 2011.

The voting results at the Company’s 2010 Annual Meeting of Stockholders were as follows:

1. Election of the following six directors:

DIRECTOR	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
Joseph P. Franklin	2,769,446	0	1,514,863	2,826,980
Martin B. Bloch	3,076,781	0	1,207,528	2,826,980
Joel Girsky	2,610,700	0	1,673,609	2,826,980
E. Donald Shapiro	2,605,810	0	1,678,499	2,826,980
S. Robert Foley, Jr.	2,599,200	0	1,685,109	2,826,980
Richard Schwartz	2,608,512	0	1,675,797	2,826,980

2. Ratification of the appointment of EisnerAmper LLP as independent auditors for fiscal year 2011. The results of the voting were as follows:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
7,041,137	53,974	16,178	0

SIGNATURES

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.

FREQUENCY ELECTRONICS, INC.

By: */s/ Alan Miller*  
Alan Miller  
Secretary, Treasurer  
and Chief Financial Officer

Dated: October 29, 2010