

KONA GRILL INC
Form 8-K
May 03, 2011

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

April 28, 2011
Date of Report (Date of earliest
event reported)

KONA GRILL, INC.
(Exact Name of Registrant as
Specified in its Charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34082
(Commission File Number)

20-0216690
(IRS Employer
Identification No.)

7150 E. Camelback Road, Suite 220
Scottsdale, Arizona 85251
(Address of principal executive
offices) (Zip Code)

(480) 922-8100
(Registrant's telephone number,
including area code)

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 April 28, 2011, Kona Grill, Inc. held its Annual Meeting of Stockholders (“Annual Meeting”). For more information on the following proposals, see the company’s proxy statement dated March 14, 2011, the relevant portions of which are incorporated herein by reference. Below are the final voting results.

- (1) The stockholders elected each of the Class III directors to serve for a three-year term expiring in 2014:

| | For | Against | Broker Non-Votes |
|-------------------|-----------|---------|---------------------|
| Berke Bakay | 5,711,527 | 629,573 | 1,170,722 |
| Richard J. Hauser | 5,712,130 | 628,970 | 1,170,722 |

- (2) The stockholders ratified the appointment of Ernst & Young LLP as the independent auditor for the fiscal year ending December 31, 2011:

| | | | |
|---------|-----------|------|---|
| For | 7,503,349 | 99.1 | % |
| Against | 8,097 | 0.9 | % |
| Abstain | 376 | | |

- (3) Stockholder Proposal requesting declassification of the Board of Directors:

| | | | |
|------------------|-----------|------|---|
| For | 2,679,628 | 42.3 | % |
| Against | 3,648,247 | 57.5 | % |
| Abstain | 13,225 | 0.2 | % |
| Broker Non-Votes | 1,170,722 | | |

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.

KONA GRILL, INC.

Date: May 3, 2011

By: /s/ Mark S. Robinow
 Mark S. Robinow
 Executive Vice President, Chief Financial Officer, and Secretary