**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**

Date of Report (Date of earliest event reported): **May 9, 2022**



**TACTILE SYSTEMS TECHNOLOGY, INC.**

(Exact name of registrant as specified in its charter)



|  |  |  |
| --- | --- | --- |
| **Delaware** | **001-37799** | **41-1801204** |
| (State or other jurisdiction of | (Commission | (IRS Employer |
| incorporation) | File Number) | Identification No.) |
|  | **3701 Wayzata Blvd, Suite 300, Minneapolis, MN 55416** |  |
|  | (Address of principal executive offices) (Zip Code) |  |
|  | **(612) 355-5100** |  |
|  | (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:

* 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))

**Securities registered pursuant to Section 12(b) of the Act:**

|  |  |  |
| --- | --- | --- |
|  |  |  |
| **Title of each class** | **Trading Symbol(s)** | **Name of each exchange on which** |
|  |  | **registered** |
| Common Stock, Par Value $0.001 Per Share | TCMD | The Nasdaq Stock Market LLC |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). ☐ Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐



**Item 5.07.** **Submission of Matters to a Vote of Security Holders**

On May 9, 2022, Tactile Systems Technology, Inc. (the “Company”) held its 2022 Annual Meeting of Stockholders and the Company’s stockholders voted on the following matters:

*Election of Directors*

The following nominees were elected to serve as directors for a term that will last until the Company’s 2023 Annual Meeting of Stockholders or until his or her successor is duly elected and qualified. The number of votes cast for and withheld from each nominee and the number of broker non-votes with respect to each nominee were as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| Name | Votes For | Votes Withheld | Broker Non-Votes |
| Valerie L. Asbury |  | 15,425,517 |  | 141,945 |  | 1,758,271 |
| William W. Burke | 15,193,459 |  | 374,003 |  | 1,758,271 |
| Sheri L. Dodd | 15,375,690 |  | 191,772 |  | 1,758,271 |
| Raymond O. Huggenberger | 14,826,540 |  | 740,922 |  | 1,758,271 |
| Deepti Jain | 15,098,491 |  | 468,971 |  | 1,758,271 |
| Daniel L. Reuvers | 15,293,019 |  | 274,443 |  | 1,758,271 |
| D. Brent Shafer | 15,414,435 |  | 153,027 |  | 1,758,271 |

*Ratification of the Selection of Grant Thornton LLP as the Company’s Independent Auditor for 2022*

The Company’s stockholders ratified the appointment by the Audit Committee of the Company’s Board of Directors of Grant Thornton LLP as the

Company’s independent registered public accounting firm for the year ending December 31, 2022 by voting as follows:

|  |  |  |  |
| --- | --- | --- | --- |
| For | Against | Abstain | Broker Non-Votes |
| 17,198,874 |  | 115,034 |  | 11,825 |  | 0 |

*Advisory Vote on Approval of the Compensation of the Company’s Named Executive Officers*

The Company’s stockholders approved, on an advisory basis, the compensation of the Company’s named executive officers by voting as follows:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
|  | For | Against | Abstain | Broker Non-Votes |  |
|  | 15,127,920 |  | 403,898 |  | 35,644 |  | 1,758,271 |  |
|  |  |  |  |  |  |  |  |  |

**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.

|  |  |
| --- | --- |
|  | **TACTILE SYSTEMS TECHNOLOGY, INC.** |
| Date: May 10, 2022 | By: /s/ *Brent A. Moen* |
|  |  | Brent A. Moen |
|  |  | *Chief Financial Officer* |
|  |  |  |