



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))

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**Form 8-K**

**Item 2.02 Results of Operations and Financial Condition**

Ballantyne Strong, Inc. (the Company) issued a press release on May 10, 2013 with earnings information for the Company's quarter ended March 31, 2013. The press release is furnished with this Form 8-K as Exhibit 99.1.

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

The Company held its Annual Meeting of Stockholders on May 9, 2013. There were issued and outstanding and entitled to vote at the Annual Meeting 14,059,797 shares of common stock. There were present in person or by proxy, 12,754,089 shares representing approximately 90.7% of the common stock issued and outstanding and entitled to vote. The matters set forth below were voted upon, which the results as indicated:

**Proposal No. 1- Election of Directors:**

The Inspector of Elections certified the following vote tabulations for the seven nominees for election to the Board of Directors, all of whom were elected:

|                     | <b>For</b> | <b>Withheld</b> | <b>Broker<br/>Non-Vote</b> |
|---------------------|------------|-----------------|----------------------------|
| Gary L. Cavey       | 7,910,629  | 278,974         | 4,564,486                  |
| Samuel C. Freitag   | 7,904,039  | 285,564         | 4,564,486                  |
| Mark D. Hasebroock  | 7,908,142  | 281,461         | 4,564,486                  |
| Marc E. LeBaron     | 7,910,242  | 279,361         | 4,564,486                  |
| Donde Plowman       | 7,906,389  | 283,214         | 4,564,486                  |
| James C. Shay       | 7,911,389  | 278,214         | 4,564,486                  |
| William F. Welsh II | 7,761,339  | 428,264         | 4,564,486                  |

**Proposal No. 2- Advisory Vote on Executive Compensation:**

The Inspector of Elections certified the following advisory vote tabulations for the non-binding resolution to approve the compensation of the Company's Named Executive Officers, as described in the Company's Proxy Statement:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Vote</b> |
|------------|----------------|----------------|----------------------------|
| 7,739,724  | 236,950        | 212,929        | 4,564,486                  |

**Proposal No. 3- Ratify Appointment of Independent Auditors:**

The Inspector of Elections certified the following vote tabulations for the resolution to ratify the appointment of KPMG LLP as the Company's independent auditors for the fiscal year ending December 31, 2013.

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 12,397,747 | 221,438        | 134,904        |

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits.

99.1 Press Release with earnings information, dated May 10, 2013, issued by the Company.

The information contained in this Current Report under Item 2.02, including the exhibit referenced in Item 9.01, is being furnished pursuant to Item 2.02 Results of Operations and Financial Condition of Form 8-K and, as such, shall not be deemed to be filed for the purposes of Section 18 of the Securities and Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in Item 2.02 of this Current Report shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

SIGNATURE

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

BALLANTYNE STRONG, INC.

Date: May 9, 2013 By: /s/ Mary A. Carstens  
Mary A. Carstens  
Sr Vice President, Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

| <b>Exhibit<br/>No.</b> | <b>Description</b>   |
|------------------------|--|
| 99.1                   | Press Release of Ballantyne Strong, Inc., dated May 10, 2013, reporting the Company's financial results for the fiscal quarter ended March 31, 2013. |