

PARK ELECTROCHEMICAL CORP  
Form 8-K  
September 02, 2008

**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): August 26, 2008

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**PARK ELECTROCHEMICAL CORP.**

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(Exact Name of Registrant as Specified in Charter)

New York

1-4415

11-1734643

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(State or Other Jurisdiction of Incorporation)

(Commission File Number)

(IRS Employer Identification No.)

48 South Service Road, Melville,

New York

11747

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(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code

(631) 465-3600

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Not Applicable

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Former Name or Former Address, 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:

- 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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**  
**Item 5.02 (f)**

**Determination of Cash Bonus Awards for Fiscal Year 2008**

On August 26, 2008, the Compensation Committee of the Board of Directors of Park Electrochemical Corp. (the Company) approved cash bonus awards for the Company's executive officers identified below for the fiscal year ended March 2, 2008. Other compensation for fiscal year 2008 was previously reported by the Company in the Summary Compensation Table beginning on page 9 of the definitive proxy statement, dated June 24, 2008, for its 2008 Annual Meeting of Shareholders (filed with the Securities and Exchange Commission on June 24, 2008) (the Proxy Statement). As of the filing of the Proxy Statement, cash bonuses for executive officers had not been determined and, therefore, were omitted from the Summary Compensation Table included in the Proxy Statement. Pursuant to Item 5.02 (f) of Form 8-K, the cash bonus awards for the named executive officers for fiscal year 2008 are set forth below.

| <u>Name and Principal Position</u>  | <u>Fiscal 2008</u>      |                           |
|---|-------------------------|---------------------------|
|   | <u>Cash Bonus Award</u> | <u>Total Compensation</u> |
| P. Matthew Farabaugh<br>Vice President and Controller                                       | \$ 10,000               | \$ 75,656                 |
| Stephen E. Gilhuley<br>Executive Vice President,<br>Secretary and General Counsel           | \$ 70,000               | \$ 368,091                |
| Anthony W. DiGaudio<br>Vice President of Marketing and Sales                                | \$ 50,000               | \$ 262,718                |
| Louis J. Stans<br>Vice President of Engineering,<br>Quality and Research and<br>Development | \$ 35,000               | \$ 214,504                |

**SIGNATURE**

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.

**PARK ELECTROCHEMICAL CORP.**

**Date: September 2, 2008**

**By: /s/ Stephen E. Gilhuley**  
**Name: Stephen E. Gilhuley**  
**Title: Executive Vice President,**  
**Secretary and General Counsel**