

Vishay Precision Group, Inc.  
Form 8-K/A  
October 19, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

## FORM 8-K/A

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported):

June 2, 2011

### Vishay Precision Group, Inc.

(Exact Name of Issuer as Specified in Charter)

Delaware  
(State or Other Jurisdiction of  
Incorporation or Organization)

1-34679  
(Commission File Number)

27-0986328  
(I.R.S. Employer Identification  
Number)

3 Great Valley Parkway, Suite 150  
Malvern, PA  
(Address of Principal Executive Offices)

19355  
(Zip Code)

(484) 321-5300

(Registrant's Telephone Number, Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K 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
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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Item 5.07 Submission of Matters to a Vote of Security Holders

As previously disclosed in the Current Report on Form 8-K filed by Vishay Precision Group, Inc. (the “Company”) with the Securities and Exchange Commission on June 6, 2011, the shareholders of the Company voted on an advisory basis, by a majority of the votes cast at the Company’s 2011 annual meeting of stockholders, that future advisory votes on the compensation of the Company’s named executive officers be held every three years, consistent with the recommendation of the board of directors of the Company. In light of the results of the shareholder advisory vote, the Company has decided that it will include shareholder advisory votes on the compensation of its named executive officers in its proxy materials every three years until the next shareholder advisory vote on the frequency of such votes, which will be no later than the Company’s 2017 annual meeting of shareholders.

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.

Vishay Precision Group, Inc.

Date: October 19, 2011

By: /s/ William M. Clancy

|        |   |
|--------|---|
| Name:  | William M. Clancy                                       |
| Title: | Executive Vice President and Chief<br>Financial Officer |