

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 29, 2024



GALAXY GAMING, INC.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of incorporation)

000-30653
(Commission File Number)

20-8143439
(I.R.S. Employer Identification No.)

6480 Cameron Street Suite 305
Las Vegas, Nevada 89118
(Address of principal executive offices)

(702) 939-3254
(Registrant's telephone number, including area code)

N/A
(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))

Securities registered pursuant to Section 12(b) of the Act: None

| Title of Each Class | Trading Symbol | Name of Exchange on Which Registered |
|----------------------------|-----------------------|---|
| Common Stock | GLXZ | OTCQB marketplace |

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 Act of 1934 (§240.12b-2 of this chapter).

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 29, 2024, Galaxy Gaming, Inc. (the “Company”) held its Annual Meeting of Stockholders (the “Annual Meeting”). The record date for stockholders entitled to notice of, and to vote at, the Annual Meeting was April 2, 2024. At the close of business on that date, the Company had 24,910,282 shares of common stock issued and outstanding and entitled to be voted at the Annual Meeting. At the Annual Meeting, stockholders voted on two proposals, each of which are described in more detail in the Company’s definitive proxy statement filed with the U.S. Securities and Exchange Commission on April 26, 2024. The final voting results were as follows:

Proposal 1

The vote with respect to the election of one director to serve for a three (3)-year term expiring at the 2027 Annual Meeting of Stockholders was as follows:

| <u>Director Nominee</u> | Votes For | Votes Withheld | Broker Non-Vote |
|--|------------------|-----------------------|------------------------|
| Mark Lipparelli (Class III- term expires 2027) | 9,093,764 | 3,300,972 | 8,381,870 |

Proposal 2

The vote with respect to the ratification of Moss Adams, LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2024, was as follows:

| Votes For | Votes Against | Votes Abstained | Broker Non-Vote |
|------------------|----------------------|------------------------|------------------------|
| 20,619,580 | 8,120 | 148,906 | 0 |

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.

Dated: May 31, 2024

GALAXY GAMING, INC.

By: /s/ Harry C. Hagerty
Harry C. Hagerty
Secretary and Treasurer
