

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 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): June 7, 2022

AQUA METALS, INC.

(Exact Name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**001-37515**  
(Commission File Number)

**47-1169572**  
(I.R.S. Employer Identification  
Number)

**5370 Kietzke Lane, Suite 201**  
**Reno, Nevada 89511**  
(Address of principal executive offices)

**(775) 446-4418**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

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

**Title of each class**  
Common stock: Par value \$.001

**Trading Symbol(s)**  
AQMS

**Name of each exchange on which  
registered**  
Nasdaq Capital Market

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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 240.14d-2(b))
- 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))

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.

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

We held an annual meeting of stockholders on June 7, 2022, for purposes of:

- Electing four directors, each to serve until our 2023 Annual Meeting of Stockholders; and
- To approve an amendment to our 2019 Stock Incentive Plan to increase the number of shares of common stock reserved under the plan; and
- To approve an amendment to the Company's Amended and Restated Certificate of Incorporation to effect an increase in the number of authorized shares of the Company's common stock from 100,000,000 to 200,000,000; and
- To ratify the appointment of Armanino LLP as the Company's independent registered public accounting firm for the year ending December 31, 2022; and
- To approve, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the accompanying Proxy Statement;

All of the persons nominated to serve on our board of directors, namely Vincent DiVito, Stephen Cotton, Molly Zhang, and Edward Smith, were elected to our board of directors, with shares voted as follows:

	Shares voted for	Shares withheld
Vincent DiVito	17,290,529	2,248,807
Stephen Cotton	18,647,742	891,594
Molly Zhang	17,294,367	2,244,969
Edward Smith	16,892,336	2,647,000

There were 25,175,237 broker non-votes in the election of directors.

Our shareholders approved an amendment to our 2019 Stock Incentive Plan to increase the number of shares of common stock reserved under the plan, with shares voted as follows:

Shares voted for	14,046,606
Shares against	5,225,409
Shares abstaining	267,321

There were 25,175,237 broker non-votes in the approval of the amendment of our 2019 Stock Incentive Plan.

Our shareholders approved, an amendment to the Company's Amended and Restated Certificate of Incorporation to effect an increase in the number of authorized shares of the Company's common stock from 100,000,000 to 200,000,000, with shares voted as follows:

Shares voted for	38,922,057
Shares against	5,381,249
Shares abstaining	411,267

There were no broker non-votes in the approval of an amendment to the Company's Amended and Restated Certificate of Incorporation.

Our shareholders approved the appointment of Armanino LLP as the Company's independent registered public accounting firm for the year ending December 31, 2022, with shares voted as follows:

Shares voted for	42,715,668
Shares against	1,084,602
Shares abstaining	914,303

There were no broker non-votes in the approval of the appointment of Armanino LLP.

Our shareholders approved on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the accompanying Proxy Statement, with shares voted as follows:

Shares voted for	13,652,520
Shares against	5,390,535
Shares abstaining	496,281

There were 25,175,237 broker non-votes in the approval, on an advisory basis, the compensation of the Company's named executive officers.

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**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.

**AQUA METALS, INC.**

Dated: June 13, 2022

*/s/ Judd Merrill*

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Judd Merrill

Chief Financial Officer