

**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

September 30, 2024

Date of Report (Date of earliest event reported)

OCULUS VISIONTECH INC.

(Exact name of registrant as specified in its charter)

Wyoming

(State or other jurisdiction of
incorporation)

0-29651

(Commission File Number)

06-1576391

(IRS Employer Identification
No.)

507 – 837 West Hastings Street
Vancouver, British Columbia, Canada

(Address of principal executive offices)

V6C 3N6

(Zip Code)

(604) 685-1017

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:

<input type="checkbox"/>	Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
<input type="checkbox"/>	Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
<input type="checkbox"/>	Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
<input type="checkbox"/>	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:

Title of each class	Trading Symbol (s)	Name of each exchange on which registered
N/A	N/A	N/A

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (Section 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (Section 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. ☐

SECTION 5 – CORPORATE GOVERNANCE AND MANAGEMENT

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

Results of the Annual Meeting of Stockholders

An Annual Meeting of Stockholders (the “**Meeting**”) of the Company was held on September 30, 2024 to approve the agenda items described below.

Proxies for the Meeting were solicited pursuant to Regulation 14A under the Securities Exchange Act of 1934, as amended, and there was no solicitation in opposition to the Company’s solicitation.

A total of 54,974,235 shares (60.13% of the 91,422,569 issued and outstanding shares of the Company entitled to vote as of the August 2, 2024 record date for the Meeting) were present in person or by proxy, constituted a quorum for the transaction of business and were voted at the Meeting. The agenda items submitted at the Meeting were passed as described below. Percentages indicated below reflect the percentage of the total number of shares voted at the Meeting with respect to that agenda item.

Agenda Item 1. To elect six directors:

Nominee	For		Withheld	
Anton J. Drescher	47,630,634	(99.09%)	438,479	(0.91%)
Fabrice Helliker	47,619,070	(99.06%)	450,043	(0.94%)
Maurice Loverso	47,620,029	(99.07%)	449,084	(0.93%)
Rowland Perkins	47,626,322	(99.08%)	442,791	(0.92%)
Tom Perovic	47,495,811	(98.81%)	573,302	(1.19%)
Ron Wages	47,635,631	(99.10%)	433,482	(0.90%)

There were 6,905,122 broker non-votes with respect to the election of directors. Votes that were withheld and broker non-votes were counted for the purposes of determining the presence or absence of a quorum but had no other effect on the election of directors.

Agenda Item 2. To ratify the appointment of Davidson & Company LLP, Chartered Professional Accountants, as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2024. The votes cast for or against this agenda item, and the number of abstentions, were as follows:

For		Against		Abstain	
54,298,826	(98.77%)	335,662	(0.61%)	339,747	(0.62%)

There were no broker non-votes with respect to this agenda item. Abstentions were counted for purposes of determining the presence or absence of a quorum, and abstentions were deemed to be “votes cast” and had the same effect as a vote against this agenda item.

Agenda Item 3. To approve the continuation of the Company’s Omnibus Equity Incentive Compensation Plan. The votes cast for or against this agenda item, and the number of abstentions, were as follows:

For		Against		Abstain	
47,457,787	(98.73%)	525,995	(1.09%)	85,331	(0.18%)

There were 6,905,122 broker non-votes with respect to this agenda item. Broker non-votes and abstentions were counted for purposes of determining the presence or absence of a quorum. Abstentions were deemed to be “votes cast” and had the same effect as a vote against this agenda item. Broker non-votes were not deemed to be “votes cast”, and therefore had no effect on the vote with respect to this proposal.

Agenda Item 4. To approve the compensation of the Company's named executive officers. The votes cast for or against this agenda item, and the number of abstentions, were as follows:

For		Against		Abstain	
47,673,788	(99.17%)	315,765	(0.66%)	79,560	(0.17%)

There were 6,905,122 broker non-votes with respect to this agenda item. Abstentions were counted for purposes of determining the presence or absence of a quorum, and abstentions were deemed to be "votes cast" and had the same effect as a vote against this agenda item.

Agenda Item 5. To approve the amendment to Company's Articles of Incorporation to change the Company's name to "Oculus Inc.", or such other name the Board of Directors of the Company may approve. The votes cast for or against this agenda item, and the number of abstentions, were as follows:

For		Against		Abstain	
54,091,241	(98.39%)	365,866	(0.67%)	517,126	(0.94%)

There were 2 broker non-votes with respect to this agenda item. Broker non-votes and abstentions were counted for purposes of determining the presence or absence of a quorum. Abstentions were deemed to be "votes cast" and had the same effect as a vote against this agenda item. Broker non-votes were not deemed to be "votes cast", and therefore had no effect on the vote with respect to this proposal.

SECTION 7 – REGULATION FD

Item 7.01 Regulation FD Disclosure

On October 1, 2024 the Company issued a news release to announce the results of the Meeting. The Meeting was held on September 30, 2024 in Vancouver, British Columbia. All resolutions put forward at the meeting were approved by shareholders. A total of 54,974,235 common shares, representing 60.13 % of the votes attached to all outstanding shares as at the record date of the meeting, were represented at the Meeting. The following individuals were elected, by ballot, as directors of the Company: Anton J. Drescher, Fabrice Helliker, Maurice Loverso, Rowland Perkins, Tom Perovic, and Ron Wages.

The detailed results of voting by ballot in respect of the election of directors were as follows:

	Votes For (#)	Votes For (%)	Votes Against or Withheld/Abstain (#)	Votes Against or Withheld/Abstain (%)
Election of Anton J. Drescher	47,630,634	99.09%	438,479	0.91%
Election of Fabrice Helliker	47,619,070	99.06%	450,043	0.94%
Election of Maurice Loverso	47,620,029	99.07%	449,084	0.93%
Election of Rowland Perkins	47,626,322	99.08%	442,791	0.92%
Election of Tom Perovic	47,495,811	98.81%	573,302	1.19%
Election of Ron Wages	47,635,631	99.10%	433,482	0.90%

Note: Routine US broker-vote shares voted without beneficial owner instructions are only eligible to vote for the appointment of auditors. Accordingly, 6,905,122 common shares were represented by proxy, but not voted.

By a resolution unanimously passed, Davidson & Company LLP, Chartered Professional Accountants, were appointed as the auditors for the Company for the fiscal year ending December 31, 2024 and, in accordance with the Articles of the Company, the directors were authorized to fix the auditors remuneration.

By a resolution, the shareholders unanimously ratified and approved the continuation of the Company's Omnibus Equity Incentive Compensation Plan.

By a resolution, the shareholders unanimously ratified and approved the compensation of the Company's named executive officers.

By a resolution, the shareholders unanimously ratified and approved the amendment to Company's Articles of Incorporation to change the Company's name to "Oculus Inc.".

The detailed "Report of Voting Results" on all resolutions for the Company's Meeting is available on the Company's website, in the Company's Current Report on Form 8-K as filed with the United States Securities and Exchange Commission available under the Company's profile on EDGAR or upon request by contacting the Company's Corporate Secretary at (604) 685-1017.

A copy of the news release is attached as Exhibit 99.1 hereto.

SECTION 8 – OTHER EVENTS

Item 8.01 Other Events

On September 30, 2024, the Company's Board of Directors convened a meeting immediately following the Meeting and reappointed the following officers:

Roland Perkins	President and Chief Executive Officer;
Anton J. Drescher	Corporate Secretary and Chief Financial Officer.

SECTION 9 – FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit	Description
99.1	News Release dated October 1, 2024.
104	Cover Page Interactive Data File (the cover page XBRL tags are embedded within the inline XBRL document).

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.

OCULUS VISIONTECH INC.

DATE: October 1, 2024

By:

Anton J. Drescher
Corporate Secretary and CFO
