

DATA I/O CORP
Form 10-K/A
June 26, 2017

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

(Mark One)

FORM 10-K/A Amendment 1

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

For the fiscal year ended **December 31, 2016**

or

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

For the transition period from _____ to _____

Commission file number:

0-10394

DATA I/O CORPORATION

(Exact name of registrant as specified in its charter)

Washington

91-0864123

(State or other jurisdiction of incorporation)

(I.R.S. Employer Identification No.)

**6645 185th Ave NE, Suite 100, Redmond, Washington, 98052
(425) 881-6444**

(Address, including zip code, of registrant's principle executive offices and telephone number,
including area code)

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

Title of each class
Common Stock (No Par Value)

Name of each exchange on which registered
Nasdaq Capital Market

Securities registered pursuant to Section 12(g) of the Act

None

Indicate by check mark whether the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes ☐ No ☒

Indicate by check mark whether the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. ☒

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐ Accelerated filer ☐ Non-accelerated filer ☐ Smaller reporting company ☒ 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. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

Aggregate market value of voting and non-voting common equity held

by non-affiliates on the registrant as of June 30, 2016:

\$17,867,842

Shares of Common Stock, no par value, outstanding as of March 17, 2017:

8,048,516

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DOCUMENTS INCORPORATED BY REFERENCE

Portions of the registrant's Proxy Statement relating to its May 18, 2017 Annual Meeting of Shareholders are incorporated into Part III of this Annual Report on Form 10-K.

DATA I/O CORPORATION

FORM 10-K/A Amendment 1
For the Fiscal Year Ended December 31, 2016

Explanatory Note

This Form 10-K/A amends the Form 10-K filed by Data I/O Corporation on March 28, 2017 (The "Original Filing") for the fiscal year ended December 31, 2016. This Form 10-K/A is being filed solely to attach the XBRL filing exhibits that were inadvertently not in the EDGAR filing, but were in the Exhibit Index. The error in the Original Filing was as a result of an electronic transmission error in the EDGAR project software upload of the XBRL exhibit files. However, the XBRL files were posted on our website at that time. We made a good faith and reasonable attempt to comply with Rule 401 and have prepared and filed this Form 10-K/A as soon as reasonably practicable after we became aware of the omission. Other than correction of this exhibit attachment error, we have not modified or updated the other disclosures presented in our Original Filing. Accordingly, this Amendment 1 does not reflect events occurring after the filing of our Original Filing and does not modify or update those disclosures by subsequent events, except as specifically referenced in this Explanatory Note.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

DATA I/O CORPORATION

(REGISTRANT)

DATED: June 26, 2017

By: /s/Joel S. Hatlen

Joel S. Hatlen

President and Chief Financial Officer

Vice