

UNITED-GUARDIAN INC.  
Annual Meeting of Stockholders  
May 13, 2015

VOTING RESULTS

The 2015 Annual Meeting of Stockholders (the “Annual Meeting”) of the Company was held on May 13, 2015. The voting results for each of the proposals submitted to a vote of the stockholders of the Company at the Annual Meeting are set forth below.

**Election of Directors:** The Company’s stockholders elected the Board’s nominees as Directors of the Company by the following vote:

<u>Name</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Broker Non-Votes</u>
Robert S. Rubinger	2,373,269	375,474	1,582,384
Kenneth H. Globus	2,399,900	348,843	1,582,384
Lawrence F. Maietta	2,387,248	361,495	1,582,384
Arthur Dresner	2,678,231	70,512	1,582,384
Andrew A. Boccone	2,694,501	54,242	1,582,384
Christopher W. Nolan, Sr.	2,696,624	52,119	1,582,384

**Vote on the Appointment of Baker Tilly Virchow Krause, LLP as the Independent Registered Public Accountants of the Company for the Fiscal Year Ending December 31, 2015:** The Company’s stockholders approved the proposal by the following vote:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-votes</u>
4,261,450	65,376	4,301	N/A

**Approval, on an advisory basis, of the compensation of the Company’s name executive officers:**

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-votes</u>
2,659,080	83,431	6,232	1,582,384

**Shareholder Proposal – Proxy Access for Stockholders:**

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-votes</u>
318,369	2,414,294	16,080	1,582,384

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 thereunto duly authorized.

UNITED-GUARDIAN, INC.

By: /s/ Kenneth H. Globus  
Name: Kenneth H. Globus  
Title: President

May 13, 2015