

BALLANTYNE STRONG, INC.

Form 8-K

July 07, 2016

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**

**July 1, 2016**

Date of Report (Date of earliest event reported)

**BALLANTYNE STRONG, INC.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b>	<b>1-13906</b>	<b>47-0587703</b>
(State or other jurisdiction of incorporation or organization)	(Commission File No.)	(IRS Employer Identification Number)

<b>13710 FNB Parkway, Suite 400</b>	
<b>Omaha, Nebraska</b>	<b>68154</b>
(Address of principal executive offices)	(Zip Code)

**(402) 453-4444**

(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 filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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))

#### **Item 4.01 Changes in Registrant's Certifying Accountant**

##### ***(a) Former Independent Registered Public Accounting Firm***

On July 1, 2016, Ballantyne Strong, Inc. (the "Company") dismissed KPMG, LLP ("KPMG") and appointed another independent registered public accounting firm as principal accountants, effectively immediately. The Audit Committee of the Board of Directors of the Company approved the change in the auditors. The Company has authorized KPMG to respond fully to the inquiries of the successor accounting firm.

During the two fiscal years ended December 31, 2015, and the subsequent interim periods through July 1, 2016, there were no: (1) disagreements with KPMG on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedures, which disagreements if not resolved to their satisfaction would have caused them to make reference in connection with their opinion to the subject matter of the disagreement, or (2) reportable events.

The audit reports of KPMG on the Company's financial statements as of and for the years ended December 31, 2015 and 2014 did not contain an adverse opinion or a disclaimer of opinion, nor were they qualified or modified as to uncertainty, audit scope or accounting principles.

The Company provided KPMG with a copy of the foregoing disclosures and requested KPMG to furnish the Company with a letter addressed to the Securities and Exchange Commission stating whether or not it agrees with the above disclosures. A copy of the letter furnished pursuant to that request is filed as Exhibit 16.1 to this Current Report on Form 8-K.

##### ***(b) New Independent Registered Public Accounting Firm***

On July 1, 2016, the Company appointed BDO USA, LLP ("BDO") as the Company's new independent registered public accounting firm, effective immediately. During the fiscal years ended December 31, 2015 and 2014, and during all subsequent interim periods through July 1, 2016, the Company did not consult BDO regarding the application of accounting principles to a specified transaction, either completed or proposed, the type of audit opinion that might be rendered on the Company's financial statements or any matter that was the subject of a "disagreement" with its former accountants or a "reportable event" as those terms are defined in Item 304 of Regulation S-K.

**Item 9.01 Financial Statements and Exhibits**

*(d) Exhibits*

- 16.1 Letter from KPMG, LLP to the Securities and Exchange Commission regarding a change in certifying accountant.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BALLANTYNE  
STRONG, INC.

Date: July 7, 2016 By: */s/ Nathan D. Legband*  
Nathan D. Legband  
Chief Financial Officer

