





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

ACL Semiconductors, Inc. (the “Company”) held its 2010 Annual Meeting of Stockholders on November 22, 2010. At the meeting, stockholders re-elected all three directors nominated by the Company’s Board of Directors. In addition, stockholders ratified the appointment of Albert Wong & Co. as the Company’s independent registered public accounting firm for the year ending December 31, 2010, and approved an amendment to the Company’s Certificate of Incorporation to effect a reverse split of the Company’s issued and outstanding common stock of between a one-for-four (1-4) and one-for-twenty (1-20) in the discretion of the Board of Directors.

Set forth below are the final voting results for each of the proposals.

(1) Election of three (3) director nominees for a one-year term.

Director	Votes For	Votes Withheld
Chung-Lun Yang	23,044,860	102
Kenneth Lap Yin Chan	23,044,860	102
Kun Lin Lee	23,044,860	102

(2) Proposal to ratify the appointment of Albert Wong & Co. as the Company’s independent registered accounting firm for the fiscal year ending December 31, 2010.

Votes For	Votes Against	Abstentions
24,384,845	319	0

(3) Proposal to amend the company’s Certificate of Incorporation, as amended, to effect a reverse split of the Company’s issued and outstanding common stock of between a one-for-four (1-4) and one-for-twenty (1-20) in the discretion of the Board of Directors.

Votes For	Votes Against	Abstentions
23,635,211	749,370	582

**SIGNATURE**

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.

POWER EFFICIENCY  
CORPORATION

By: /s/ Kenneth Lap Yin Chan  
Kenneth Lap Yin Chan  
Chief Operating Officer  
Date: November 23, 2010

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