



**Executive  
Offices)**

**Registrant's telephone number, including area code** **(631) 465-3600**

**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:**

- 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 5.02      Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(b)      On June 11, 2013, Lloyd Frank, a current Director of Park Electrochemical Corp. (the “Company”), advised Brian E. Shore, Chairman of the Board, President and Chief Executive Officer of the Company, that, after serving for twenty-eight years as a Board member, he would be retiring as a Director and not standing for re-election as a Director at the Annual Meeting of Shareholders of the Company on July 23, 2013.

**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.**

**PARK ELECTROCHEMICAL  
CORP.**

**Date: June 14, 2013 By: /s/ Stephen E. Gilhuley  
Name: Stephen E. Gilhuley  
Title: Executive Vice President-  
Administration and Secretary**