

**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**

Date of report (Date of earliest event reported): January 31, 2010

THE LGL GROUP, INC.

(Exact Name of Registrant as Specified in Charter)

<u>Delaware</u> (State or Other Jurisdiction of Incorporation)	<u>1-106</u> (Commission File Number)	<u>38-1799862</u> (IRS Employer Identification No.)
<u>2525 Shader Road, Orlando, FL</u> (Address of Principal Executive Offices)		<u>32804</u> (Zip Code)

Registrant's Telephone Number, Including Area Code: (407) 298-2000

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

On January 31, 2010, Hans Wunderl, the Chief Operating Officer of the Registrant, completed his one-year assignment as COO and resigned from all of his positions with the Registrant and its subsidiaries. The Registrant's Chief Executive Officer, Greg Anderson, will again be the head of operations.

On February 1, 2010, in order to allow Mr. Wunderl to continue to promote stockholder value creation, the Registrant's Board of Directors (the "Board") elected Mr. Wunderl to serve on the Board. At this time, the Board expects to name Mr. Wunderl to the Compensation Committee of the Board.

Mr. Wunderl became COO in February 2009 to assist in the repositioning of the Registrant, help return it to profitability, and drive value creation for stockholders. Mr. Wunderl, a 26-year industry veteran, has held executive positions in operations and sales at several semiconductor manufacturing companies, including BE Semiconductor Industries, Oerlikon Group, and ASM International. He is a native of the Netherlands and holds M.S. and B.S. degrees in Electrical Engineering from the Technical University of Eindhoven, The Netherlands.

Pursuant to the terms of Mr. Wunderl's employment agreement with the Registrant, dated as of February 3, 2009 (the "Wunderl Employment Agreement"), Mr. Wunderl received an annual base salary of \$200,000 and a cash bonus payment of \$50,000 upon the submission of a plan of operations to the Registrant's Operations Committee and its approval of the plan. Mr. Wunderl was also eligible to receive a cash bonus payment of \$100,000, provided he and the Registrant met certain performance thresholds, and an annual bonus payment equal to the lesser of (i) \$125,000 or (ii) 3% of the increase in the economic value of the Registrant over the course of the year (calculated as provided in the Wunderl Employment Agreement). Mr. Wunderl has not earned and is no longer eligible to receive such bonus payments for 2009.

**Item 8.01. Other Events.**

On February 4, 2010, the Company issued a press release announcing Mr. Wunderl's resignation as Chief Operating Officer and his election to the Board. A copy of the press release is attached as Exhibit 99.1 hereto.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits*

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated February 4, 2010.

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.

February 4, 2010

THE LGL GROUP, INC.

By: /s/ Greg Anderson  
Name: Greg Anderson  
Title: President and Chief Executive Officer

## EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated February 4, 2010.

Exhibit 99.1

Contacts: Greg Anderson, The LGL Group, Inc.: (407) 298-2000  
Email: ganderson@lglgroup.com

**HANS WUNDERL JOINS THE LGL GROUP BOARD OF DIRECTORS,  
STEPS DOWN FROM MANAGEMENT ROLE**

Orlando, FL, February 4, 2010 – The LGL Group, Inc. (NYSE Amex: LGL) (the “Company”) announced today that Hans Wunderl, the Company’s Chief Operating Officer, has completed his one-year assignment as COO and will step down from his positions with the Company. Mr. Wunderl’s COO position was created as an interim management role intended to assist in a broad-based overhaul of the Company, emphasizing efficiencies and customer product improvements across the Company’s global supply chain. Greg Anderson, the Company’s Chief Executive Officer, will again be the head of operations.

In order to allow Mr. Wunderl to continue to promote stockholder value creation, he has been elected to serve on the Company’s Board of Directors.

Mr. Wunderl, a 26-year industry veteran, became COO in February 2009, after serving the Company as a consultant to help it convert a rightsizing plan based on declining sales volumes into a restructuring plan focused on permanent improvements. This mission to reposition the Company, help return it to profitability, and drive value creation for stockholders, is still in progress.

Chairman of the Board Marc Gabelli said, “We are glad to welcome Hans to the LGL Board of Directors, and we look forward to his continued support and leadership as a director.” Mr. Wunderl has held executive positions in operations and sales at several semiconductor manufacturing companies, including BE Semiconductor Industries, Oerlikon Group, and ASM International. He is a native of the Netherlands and holds M.S. and B.S. degrees in Electrical Engineering from the Technical University of Eindhoven, The Netherlands.

CEO Greg Anderson said, “LGL enters the new year in a strong position to reap the benefits of the restructuring changes made during 2009.” Mr. Anderson continued, “The Company began fiscal year 2010 with a very strong backlog of new orders and a corporate structure that we believe will sustain an improved bottom line. The benefits of our efforts to improve LGL’s operational efficiency and supply chain are now being realized. Management continues to drive forward additional improvements to operational efficiency, while maintaining its focus on LGL’s ability to best service our core customers.”

## **About The LGL Group, Inc.**

The LGL Group, Inc., through its wholly owned subsidiary MtronPTI, manufactures and markets highly engineered electronic components used to control the frequency or timing of signals in electronic circuits. These devices are used extensively in infrastructure equipment for the telecommunications and network equipment industries. They are also used in electronic systems for military applications, avionics, earth-orbiting satellites, medical devices, instrumentation, industrial devices and global positioning systems. The Company has operations in Orlando, Florida, Yankton, South Dakota and Noida, India. MtronPTI also has a sales office in Hong Kong, China.

For more information on the Company and its products and services, contact R. LaDuane Clifton, Corporate Controller, The LGL Group, Inc., 2525 Shader Rd., Orlando, Florida 32804, (407) 298-2000, or visit the Company's Web site: [www.lglgroup.com](http://www.lglgroup.com).

## **Caution Concerning Forward Looking Statements**

This document may include certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These statements are based on management's current expectations and are subject to uncertainty and changes in circumstances. Actual results may differ materially from these expectations due to changes in global political, economic, business, competitive, market and regulatory factors. More detailed information about those factors is contained in the LGL Group's filings with the Securities and Exchange Commission.