

VIRCO MFG CORPORATION  
Form 8-K  
May 22, 2012

**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: May 21, 2012

**VIRCO MFG. CORPORATION**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-8777**  
(Commission  
File Number)

**95-1613718**  
(IRS Employer  
Identification No.)

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**2027 Harpers Way**

**Torrance, California**  
(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: (310) 533-0474**

**90501**  
(Zip 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 5.03. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

In connection with Mr. William Beer's nomination as a Class II Director at the 2012 Annual Meeting of Stockholders (the Annual Meeting) of Virco Mfg. Corporation, Mr. Beer agreed, on May 21, 2012, to resign as a Class I Director (with a term expiring at the 2014 Annual Meeting of Stockholders), subject to and effective only upon his election as a Class II Director at the Annual Meeting. If elected as a Class II Director at the Annual Meeting, Mr. Beer will serve as a director with a term expiring at the 2015 Annual Meeting of Stockholders.

**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 hereunto duly authorized.

Date: May 22, 2012

**VIRCO MFG. CORPORATION**

(Registrant)

/s/ Robert A. Virtue

(Signature)

Name: Robert A. Virtue

Title: Chief Executive Officer and Chairman of the

Board of Directors