

Vishay Precision Group, Inc.  
Form 8-K  
January 19, 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 (Date of Earliest Event Reported):

**January 19, 2012**

**Vishay Precision Group, Inc.**

(Exact Name of Issuer as Specified in Charter)

**Delaware**

(State or Other Jurisdiction of  
Incorporation or Organization)

**1-34679**

(Commission File Number)

**27-0986328**

(I.R.S. Employer Identification  
Number)

**3 Great Valley Parkway, Suite 150  
Malvern, PA**

(Address of Principal Executive Offices)

**19355**

(Zip Code)

**(484) 321-5300**

(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 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
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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**Item 2.02 Results of Operations and Financial Conditions.**

On January 19, 2012, Vishay Precision Group, Inc. issued a press release announcing expected fiscal 2011 fourth quarter revenues. A copy of the press release is furnished as Exhibit 99.1 to this Form 8-K and shall not be deemed to be filed for any purpose.

**Item 9.01 Financial Statements and Exhibits.**

| <b>Exhibit No.</b> | <b>Description</b>                     |
|--------------------|--|
| 99.1               | Press release, dated January 19, 2012. |

**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.

**Vishay Precision Group, Inc.**

Date: January 19, 2012

By: /s/ William M. Clancy  
Name: William M. Clancy  
Title: Executive Vice President and Chief  
Financial Officer

**EXHIBIT INDEX**

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|--------------------|--|
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