

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): June 15, 2011

Tegal Corporation
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)
000-26824
(Commission
File Number)
68-0370244
(I.R.S. Employer
Identification No.)

140 2nd Street Suite 318
Petaluma, CA 94952
(Address of Principal Executive Offices)

(707) 763-5600
(Registrant's telephone number, including area code)

(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 communication 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))
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Item 3.03 Material Modification to Rights of Security Holders

The information set forth in Item 5.03 of this Current Report on Form 8-K is hereby incorporated by reference.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On June 15, 2011, Tegal Corporation (the "Company") filed a Certificate of Amendment to its Certificate of Incorporation with the Secretary of State of the State of Delaware (the "Amendment"). The Amendment effected a one-for-five (1-for-5) reverse stock split of the Company's outstanding common stock, par value \$0.01 per share. The reverse stock split became effective at 5:00 pm Eastern Time on June 15, 2011 (the "Effective Date").

At the Company's special meeting of stockholders held on June 15, 2011, the stockholders approved the Amendment and authorized the Company's Board of Directors, acting in its discretion, to effect a reverse stock split of the Company's outstanding shares of common stock at a specific ratio within the range of 1-for-3 to 1-for-5. The Company's Board of Directors determined that it is in the best interests of the Company to effect a one-for-five reverse stock split, primarily to increase the per share trading price of the Company's common stock above \$1.00 in order to maintain the Company's listing on The Nasdaq Capital Market and to help make the stock more attractive to institutional investors. As a result of the reverse stock split, each five (5) outstanding shares of pre-split common stock were automatically combined into one (1) share of post-split common stock. No fractional shares will be issued. The Company will pay cash equal to such fraction multiplied by the average of the high and low trading prices of the Company's common stock on The Nasdaq Capital Market during regular trading hours for the five trading day period ending on the last business day immediately preceding the Effective Date (as adjusted to give effect to the reverse split). The Company's stockholders will receive instructions from the Company's transfer agent regarding the exchange of outstanding pre-split stock certificates for post-split shares of common stock. Upon submission of the necessary documentation by a stockholder of record to the Company's transfer agent pursuant to such instructions, the transfer agent will distribute to such stockholder a new certificate together with a cash payment in lieu of fractional shares. Proportional adjustments will be made to the Company's outstanding stock warrants, stock options and other equity awards and to the Company's equity compensation plans to reflect the reverse stock split.

The trading of the Company's common stock on the Nasdaq Capital Market on a split-adjusted basis began at the opening of trading on June 17, 2011. The Company's common stock is currently trading on The Nasdaq Capital Market under the symbol "TGAL" with the letter "D" appended to the trading symbol for a period of 20 trading days to indicate that the reverse stock split has occurred, after which time it will revert to trading under the symbol "TGAL."

The Amendment is attached hereto as Exhibit 3.1 and is incorporated herein by reference. On June 15, 2011, the Company issued a press release announcing the reverse stock split. The press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference. For further information related to the reverse stock split, please refer to the Company's definitive proxy statement as filed with the Securities and Exchange Commission on May 23, 2011.

Item 5.07 Submission of Matters to a Vote of Security Holders

As disclosed under Item 5.03 above, the Company held a special meeting on June 15, 2011. The Company's stockholders voted on a proposal to approve an amendment to the Company's Certificate of Incorporation to effect a reverse stock split of the Company's common stock at a specific ratio within a range from 1-for-3 to 1-for-5 and to grant authorization to the Board of Directors to determine, at its discretion, the timing and the specific ratio of the reverse stock split. The results of voting were as follows:

For	Against	Abstain	Broker Non-Votes
5,931,831	355,534	2,378	0

For more information on the proposal, see the Company's Definitive Proxy Statement filed with the Securities and Exchange Commission on May 23, 2011.

The number of shares of common stock entitled to vote at the special meeting was 8,444,714. The number of shares of common stock present or represented by valid proxy at the special meeting was 6,289,743. Stockholders at the special meeting approved the proposal described above.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

3.1 Certificate of Amendment of Certificate of Incorporation of Tegal Corporation.

99.1 Press Release dated June 15, 2011.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: June 21, 2011

TEGAL CORPORATION

By: /s/ Christine Hergenrother

Name: Christine Hergenrother

Title: Chief Financial Officer

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TEGAL CORPORATION", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JUNE, A.D. 2011, AT 3:29 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8836166

DATE: 06-15-11

CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF INCORPORATION
OF TEGAL CORPORATION

It is hereby certified that:

1. The name of the Corporation (hereinafter called the "Corporation") is Tegal Corporation.
2. The Certificate of Incorporation is hereby amended by striking out Article FOURTH thereof and by substituting in lieu of said Article the following new Article:

"FOURTH: The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is Fifty-Five Million (55,000,000) shares, comprised of Fifty Million (50,000,000) shares of Common Stock, par value \$0.01 per share, and Five Million (5,000,000) shares of Preferred Stock, par value \$0.01 per share. Effective as of 5:00 p.m., Eastern time, on the date this Certificate of Amendment is filed with the Secretary of State of the State of Delaware, each five (5) shares of the Corporation's Common Stock, par value \$0.01 per share, issued and outstanding shall, automatically and without any action on the part of the respective holders thereof, be combined, converted and changed into one (1) share of Common stock, par value \$0.01 per share, of the Corporation (the "Reverse Split"); *provided, however*, that the Corporation shall issue no fractional shares of Common Stock, but shall instead pay to any stockholder who would be entitled to receive a fractional share as a result of the actions set forth herein a sum in cash equal to such fraction multiplied by the average of the high and low prices of the Corporation's Common Stock as reported on The Nasdaq Capital Market for the five trading-day period ending on the last business day before the date this Certificate of Amendment is filed with the Secretary of State of the State of Delaware (as adjusted to give effect to the Reverse Split). The designation, powers, preferences and relative, participating, optional or other special rights, including voting rights, qualifications, limitations or restrictions of the Preferred Stock shall be established by resolution of the Board of Directors pursuant to Section 151 of the General Corporation Law of the State of Delaware."

3. The amendment of the Certificate of Incorporation herein certified was submitted to the stockholders of the Corporation and was duly approved by the required vote of stockholders of the Corporation in accordance with the provisions of Sections 222 and 242 of the General Corporation Law of the State of Delaware. The total number of outstanding shares entitled to vote or consent to this Amendment was 8,444,714 shares of Common Stock. A majority of the outstanding shares of Common Stock, voting together as a single class, voted in favor of this Certificate of Amendment. The vote required was a majority of the outstanding shares of Common Stock, voting together as a single class.

IN WITNESS WHEREOF, Tegal Corporation has caused this Certificate of Amendment to be signed by its Chief Executive Officer as of June 15, 2011.


Thomas R. Mika
Chairman, President & CEO

**TEGAL CORPORATION ANNOUNCES 1-FOR-5 REVERSE STOCK SPLIT**

PETALUMA, CA, June 15, 2011 – Tegal Corporation (NASDAQ: TGAL), today announced that its Board of Directors, as authorized by Tegal stockholders, will implement a one-for-five reverse stock split of its common stock. The Company will file a charter amendment to implement the reverse stock split, which is expected to become effective on June 15, 2011. The reverse stock split was authorized by Tegal's stockholders at a special meeting on June 15, 2011.

“The Tegal Board has given considerable thought to the decision of a reverse stock split,” said Thomas Mika, Chairman, President and CEO of Tegal. “The Board’s decision to implement the reverse stock split was made to help Tegal maintain its Nasdaq listing as well as to increase the share price to make our stock more attractive to investors.” The bid price of the Company's common stock must close at \$1.00 or higher for ten consecutive business days prior to July 5, 2011 in order for the Company to maintain its listing on the Nasdaq Capital Market.

As a result of the reverse stock split, each five (5) outstanding shares of pre-split common stock will be automatically combined into one (1) share of post-split common stock. No fractional shares will be issued. Instead, the Company will pay cash in an amount equal to such fraction multiplied by the average of the high and low trading prices on The Nasdaq Capital Market of the Company's common stock for the five previous trading days (as adjusted to give effect to the reverse split).

The Company's registered stockholders will receive instructions from Registrar and Transfer Company, the Company's transfer agent, regarding the exchange of outstanding pre-split stock certificates for certificates representing post-split shares of common stock. Upon submission of the necessary documentation by a stockholder of record to the Company's transfer agent pursuant to such instructions, the transfer agent will distribute to such stockholder a new certificate together with a cash payment in lieu of fractional shares. Proportional adjustments will be made to the Company's outstanding stock warrants, stock options and other equity awards and to the Company's equity compensation plans to reflect the reverse stock split.

The Company expects that trading of the Company's common stock on the Nasdaq Capital Market on a split-adjusted basis will begin at the opening of trading on June 17, 2011. The Company's common stock will continue to trade on the Nasdaq Capital Market under the symbol “TGAL” and will include the letter “D” appended to the trading symbol for a period of 20 trading days to indicate that the reverse stock split has occurred, after which time it will revert to trading under the symbol “TGAL.”

About Tegal Corporation

Since its founding in 1972, Tegal Corporation has been dedicated to the development and application of emerging technologies. Often on the forefront of major inventions, Tegal's process and capital equipment know-how enabled the development and manufacturing of leading-edge devices – from early microprocessors to advanced memory and LEDs, as well as to newest filtering and sensing devices that are present in the most advanced smart phones. Most recently, in response to a challenging industry and financial environment, Tegal has set a new course to develop and support multiple efforts in the field of renewable energy and other diversified technologies. Through its recent investment in sequel Power, Tegal is engaged in the promotion of solar power plant development projects worldwide and other renewable energy projects.

In addition, Tegal is actively evaluating opportunities for partnerships with other diversified technology-based companies in order to exploit our shared experience and to enhance our value as a public company. Tegal is headquartered in Petaluma, California. Please visit us on the web at www.Tegal.com.

Tegal Contact

Thomas Mika
President & CEO
Tel: +1 707 765-5630
Email: tmika@tegal.com

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