

SENESCO TECHNOLOGIES INC

Form 8-K

February 12, 2014

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): February 11, 2014

Senesco Technologies, Inc.

(Exact Name of Registrant as Specified in Charter)

Edgar Filing: SENESCO TECHNOLOGIES INC - Form 8-K

Delaware 001-31326 84-1368850
(State or Other Jurisdiction (Commission File Number) (IRS Employer Identification No.)
of Incorporation)

721 Route 202/206, Suite 130, Bridgewater, NJ H8807
(Address of Principal Executive Offices) (Zip Code)

(908) 864-4444
(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 (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 5.07 Submission of Matters to a Vote of Security Holders.

On February 11, 2014, Senesco Technologies, Inc. (the “Company”) held its Annual Meeting of Stockholders (the “Meeting”). The matters voted on by stockholders at the Meeting included (1) a proposal to elect ten (10) directors to serve until the next Annual Meeting of Stockholders and until their respective successors shall have been duly elected and qualified, (2) a proposal to approve the amendment and restatement of the Company’s 2008 Incentive Compensation Plan, and (3) a proposal to ratify the appointment of McGladrey LLP as the Company’s independent registered public accounting firm for the fiscal year ending June 30, 2014. There were represented at the Meeting, either in person or by proxy, 3,957,936 shares of the Company’s common stock out of a total number of 4,957,275 shares of the Company’s common stock outstanding as of the record date, December 26, 2013, and entitled to vote at the Meeting. The results of the stockholders’ votes are as follows:

| Proposal | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Votes</u> | |
|---|------------|-----------------|-----------------------------|-----------------------------|
| Election of the nominees to the Board of Directors of the Company: | | | | |
| Harlan W. Waksal, M.D. | 1,605,146 | 53,897 | 2,298,893 | |
| David Rector | 1,531,809 | 127,234 | 2,298,893 | |
| Jack Van Hulst | 1,503,784 | 155,259 | 2,298,893 | |
| John N. Braca | 1,531,734 | 127,309 | 2,298,893 | |
| Christopher Forbes | 1,506,437 | 152,606 | 2,298,893 | |
| Warren J. Isabelle | 1,531,809 | 127,234 | 2,298,893 | |
| Thomas C. Quick | 1,504,363 | 154,680 | 2,298,893 | |
| Rudolf Stalder | 1,507,876 | 151,167 | 2,298,893 | |
| Leslie J. Browne, Ph.D. | 1,504,842 | 154,201 | 2,298,893 | |
| John E. Thompson, Ph.D. | 1,604,890 | 54,153 | 2,298,893 | |
| | | | | |
| To approve the amendment and restatement of the Company’s 2008 Incentive Compensation Plan. | <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
| | 1,074,037 | 176,180 | 408,826 | 2,298,893 |
| | | | | |
| To ratify the appointment of McGladrey LLP as the Company’s independent registered public accounting firm for the fiscal year ending June 30, 2014. | <u>For</u> | <u>Against</u> | <u>Abstain</u> | |
| | 3,423,852 | 199,645 | 334,439 | |

The foregoing votes reflect that (i) the nominees of the Board of Directors, (ii) the approval of the amendment and restatement of the Company’s 2008 Incentive Compensation Plan, and (iii) the ratification of the appointment of the Company’s independent public accounting firm for the fiscal year ending June 30, 2014, having received the votes

listed above, being a plurality, majority or requisite majority of the votes cast, as applicable, were duly passed by the stockholders of the Company.

Item 8.01 Other Information.

A copy of the presentation delivered at the Meeting will be posted on our website and is filed herewith.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

99.1 Slide Presentation used at Annual Meeting on February 11, 2014.

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.

**SENESCO
TECHNOLOGIES,
INC.**

Dated: February 12, 2014 By: /s/ Joel Brooks
Name: Joel
Brooks
Title: Chief
Financial Officer,
Secretary and
Treasurer