

Ohr Pharmaceutical Inc
Form 8-K
October 04, 2018

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): September 28, 2018

Ohr Pharmaceutical, Inc.

(Exact Name of Registrant as Specified in Its Charter)

| | | |
|---|-----------------------------|---|
| Delaware | 333-88480 | 46-5622433 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |

| | |
|--|------------|
| 800 Third Avenue, 11 th Floor, New York, NY | 10022 |
| (Address of Principal Executive Offices) | (Zip Code) |

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(212) 682-8452

(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 filing 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders.

Ohr Pharmaceutical, Inc., a Delaware corporation (the “Company”), held its 2018 Annual Meeting of Stockholders (the “2018 Annual Meeting”) on September 28, 2018. There were 56,466,428 shares of common stock entitled to be voted, of which 43,420,787 were voted in person or by proxy. The following matters were submitted to a vote of the Company’s stockholders at the 2018 Annual Meeting.

Proposal 1. A proposal to elect one class II director to serve until the 2021 Annual Meeting of Stockholders and until his successor is elected and qualified or until death, resignation or removal. The nominee, Jason S. Slakter, M.D., was elected to serve as a class II director. The results of the voting were as follows:

| Nominees | Votes For | Withheld | Broker Non-Votes |
|------------------------|------------|-----------|------------------|
| Jason S. Slakter, M.D. | 10,089,809 | 1,336,184 | 11,405,722 |

Proposal 2. A proposal to ratify the selection of MaloneBailey, LLP as the Company’s independent auditors for the 2018 fiscal year. The proposal was ratified and the results of the voting were as follows:

| For | Against | Abstentions | Broker Non-Votes |
|------------|---------|-------------|------------------|
| 41,524,568 | 831,714 | 1,064,505 | 0 |

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.

OHR
PHARMACEUTICAL,
INC
(Registrant)

Date: October 4, 2018 By: /s/ Sam Backenroth
Sam Backenroth
Chief Financial Officer