

MAGNEGAS CORP  
Form 8-K  
December 15, 2017

**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): **December 15, 2017**

**MAGNEGAS CORPORATION**

(Exact name of registrant as specified in its charter)

<b>Delaware</b>	<b>001-35586</b>	<b>26-0250418</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employee Identification No.)

**11885 44th Street North**

**Clearwater, FL 33762**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(727) 934-3448**

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))

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

On December 15, 2017, MagneGas Corporation (the “Company”) held its annual meeting of stockholders (the “Meeting”). At the Meeting, the stockholders voted on the following two (2) proposals described in detail in the Company’s definitive information statement for the Meeting (the “Information Statement”) filed with the Securities and Exchange Commission on November 1, 2017. As of the record date for the Meeting, there were approximately 17,043,709 shares of the Company’s common stock, par value \$0.001 per share, issued and outstanding and entitled to one vote for each share held. As of the record date for the Meeting there were 1,000,000 shares of the Company’s Series A Preferred Stock, par value \$0.001 per share, held by Global Alpha LLC (the “Majority Holder”) issued and outstanding and entitled to 100,000,000,000 votes. The Majority Holder was present at the Meeting. No other shareholders voted at the Meeting. As a result, there were 1,000,000 shares of Series A Preferred Stock present and the aggregate number of votes was 100,000,000,000, constituting a quorum.

**Proposal 1 — To elect the nominees named in the Information Statement to the Board of Directors (the “Board”).**

<b>Nominee</b>	<b>For</b>	<b>Against</b>	<b>Withhold</b>	<b>Broker Non-Votes</b>
Ermanno P. Santilli	100,000,000,000 0	0	0	0
Luisa Ingargiola	100,000,000,000 0	0	0	0
Carla Santilli	100,000,000,000 0	0	0	0
Christopher Huntington	100,000,000,000 0	0	0	0
Kevin Pollack	100,000,000,000 0	0	0	0
Robert L. Dingess	100,000,000,000 0	0	0	0
William W. Staunton III	100,000,000,000 0	0	0	0
Joseph C. Stone	100,000,000,000 0	0	0	0

Based on the votes set forth above, the above-named individuals were duly elected to serve as directors of the Company for a term expiring until the next annual meeting or until their successors shall have been elected and qualified, or until their earlier death, resignation or removal.

**Proposal 2 — To ratify the appointment of Marcum LLP as the Company’s independent registered public accounting firm for 2017.**

The stockholders ratified the appointment of Marcum LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2017 with the following votes:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
100,000,000,000 0	0	—	

**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: December 15, 2017

**MAGNEGAS CORPORATION**

*/s/ Ermanno Santilli*  
By: Ermanno Santilli  
Its: Chief Executive Officer

