

Ampio Pharmaceuticals, Inc.  
Form 8-K  
December 16, 2015

**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 12, 2015**

**AMPIO PHARMACEUTICALS, INC.**

**(Exact name of registrant as specified in Charter)**

**Delaware**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**001-35182**  
**(Commission**  
**File No.)**  
**373 Inverness Parkway, Suite 200**

**26-0179592**  
**(IRS Employer**  
**Identification No.)**

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**Englewood, Colorado 80112**

**(Address of principal executive offices, including zip code)**

**(720) 437-6500**

**(Registrant's telephone number, including area code)**

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))

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

Ampio Pharmaceuticals, Inc. (the Company) held its Annual Meeting of Stockholders on December 12, 2015. The number of shares of common stock entitled to vote at the annual meeting was 51,998,306. The number of shares of common stock present, in person or represented by proxy, and entitled to vote at the annual meeting was 41,114,423. All matters submitted to a vote of our stockholders at the annual meeting were approved and all director nominees were elected.

The certified results of each of the matters voted upon at the annual meeting, which are more fully described in our definitive proxy statement, are as follows:

(1) Election of five (5) directors for terms expiring at the 2016 annual meeting of stockholders.

| DIRECTORS               | FOR        | WITHHELD  |
|-------------------------|------------|-----------|
| Michael Macaluso        | 14,094,337 | 889,046   |
| David Bar-Or, M.D.      | 14,469,337 | 514,046   |
| Philip H. Coelho        | 12,966,360 | 2,017,023 |
| Richard B. Giles        | 13,171,175 | 1,812,208 |
| David R. Stevens, Ph.D. | 12,800,875 | 2,182,508 |

There were 26,131,040 broker non-votes regarding this proposal.

(2) Approval, on an advisory basis, of the compensation of the Company's named executive officers as disclosed in the definitive proxy statement.

| FOR        | AGAINST | ABSTAIN   |
|------------|---------|-----------|
| 12,319,696 | 949,285 | 1,714,402 |

There were 26,131,040 broker non-votes regarding this proposal.

(3) Ratification of the selection of EKS&H LLLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015.

| FOR        | AGAINST | ABSTAIN |
|------------|---------|---------|
| 40,011,746 | 976,230 | 126,447 |

There were no broker non-votes regarding this proposal.

**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.

**AMPIO PHARMACEUTICALS, INC.**

By: /s/ Gregory A. Gould  
Gregory A. Gould

*Chief Financial Officer*

Dated: December 16, 2015