

EAGLE PHARMACEUTICALS, INC.

Form 8-K

June 22, 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): **June 22, 2018**

**Eagle Pharmaceuticals, Inc.**

(Exact name of registrant as specified in its charter)

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

**001-36306**  
(Commission File Number)

**20-8179278**  
(IRS Employer Identification No.)

**50 Tice Boulevard, Suite 315**  
**Woodcliff Lake, NJ**  
(Address of principal executive offices)

**07677**  
(Zip Code)

Registrant's telephone number, including area code: **(201) 326-5300**

## Edgar Filing: EAGLE PHARMACEUTICALS, INC. - Form 8-K

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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))

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. ☐

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

Eagle Pharmaceuticals, Inc., or the Company, held its 2018 annual meeting of stockholders, or the Annual Meeting, on June 19, 2018, at which a quorum was present. At the Annual Meeting, the stockholders of the Company voted on the below proposals, each of which is described in more detail in the Company's definitive proxy statement on Schedule 14A, or the 2018 Proxy Statement, filed with the U.S. Securities and Exchange Commission on April 30, 2018. The following sets forth the certified voting results, including the number of votes cast for and against each matter, and if applicable, the number of abstentions and broker non-votes with respect to each matter.

(i) The stockholders elected three directors to serve as members of the Company's board of directors until the 2021 annual meeting of stockholders. The stockholders present in person or by proxy cast the following numbers of votes in connection with the election of directors, resulting in the election of all director nominees:

| Nominee          | Votes For | Votes Withheld | Broker Non-Votes |
|------------------|-----------|----------------|------------------|
| Michael Graves   | 9,529,963 | 2,771,650      | 1,401,095        |
| Robert Glenning  | 9,415,956 | 2,885,677      | 1,401,095        |
| Richard A. Edlin | 8,144,687 | 4,156,946      | 1,401,095        |

(ii) The stockholders ratified the selection by the audit committee of the Company's board of directors of BDO USA, LLP as the independent registered public accounting firm of the Company for fiscal year 2018. There were 13,604,613 votes cast for the proposal; 60,164 votes cast against the proposal; 37,951 abstentions; and there were no broker non-votes.

(iii) The stockholders approved, on an advisory basis, the compensation of the Company's named executive officers, as disclosed in the 2018 Proxy Statement. There were 11,862,729 votes cast for the proposal; 395,521 votes cast against the proposal; 43,383 abstentions; and there were 1,401,095 broker non-votes.

**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.

**Eagle Pharmaceuticals, Inc.**

Dated: June 22, 2018

By: */s/ Scott Tarriff*  
Scott Tarriff  
*Chief Executive Officer*