

AMARIN CORP PLC\UK  
Form 8-K  
July 14, 2016

**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): July 11, 2016**

**Amarin Corporation plc**

**(Exact name of registrant as specified in its charter)**

|   |                                      |  |
|---|--------------------------------------|--|
| <b>England and Wales</b><br><b>(State or other jurisdiction</b>         | <b>0-21392</b><br><b>(Commission</b> | <b>Not applicable</b><br><b>(I.R.S. Employer</b> |
| <b>of incorporation)</b>  | <b>File Number)</b>                  | <b>Identification No.)</b>                       |
| <b>2 Pembroke House, Upper Pembroke Street 28-32, Dublin 2, Ireland</b> |                                      | <b>Not applicable</b>                            |

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: +353 1 6699 020

**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 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.**

Amarin Corporation plc (the Company) held its annual shareholders meeting (the Annual Meeting) on July 11, 2016. There were approximately 184,443,598 ordinary shares entitled to vote at the Annual Meeting based on the April 22, 2016 record date, of which approximately 183,096,586 were held in the name of Citibank, N.A., which issues Company-sponsored American Depositary Receipts (ADRs) evidencing American Depositary Shares (ADSs) which, in turn, each represent one ordinary share. Of the ordinary shares entitled to vote, 46,518,510 shares, or approximately 25.22%, were present and voting in person or by proxy at the Annual Meeting. In accordance with the Company's Articles of Association, the presence, in person or by proxy, of at least two shareholders who held shares as of April 22, 2016 would constitute a quorum for the transaction of business at the Annual Meeting.

The matters set forth below were voted on at the Annual Meeting. Detailed descriptions of these matters and voting procedures applicable to these matters at the Annual Meeting are contained in the Company's definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on April 29, 2016. All matters were approved by a show of hands in accordance with the Company's Articles of Association. Set forth below are the total number of shares voted for and against each matter, as well as the total number of abstentions, discretionary votes and broker non-votes with respect to each matter. Abstentions and broker non-votes had no effect on the vote outcome.

- (1) Ordinary resolution to re-elect Ms. Kristine Peterson as a director:

| <b>Votes For</b> | <b>Votes Against</b> | <b>Discretionary</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|----------------------|--------------------|-------------------------|
| 43,391,193       | 2,500,993            | 25                   | 626,299            | 0                       |

- (2) Ordinary resolution to re-elect Mr. Joseph S. Zakrzewski as a director:

| <b>Votes For</b> | <b>Votes Against</b> | <b>Discretionary</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|----------------------|--------------------|-------------------------|
| 41,949,962       | 3,823,617            | 25                   | 744,906            | 0                       |

The terms of the following directors continued after the meeting: Mr. John F. Thero, Dr. Lars G. Ekman, Dr. James I. Healy, Mr. Jan van Heek, Mr. Patrick J. O'Sullivan and Mr. David Stack.

- (3) A non-binding advisory vote to approve the compensation of the Company's named executive officers:

| <b>Votes For</b> | <b>Votes Against</b> | <b>Discretionary</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|----------------------|--------------------|-------------------------|
| 28,418,349       | 16,991,970           | 25                   | 1,108,166          | 0                       |

- (4) An ordinary resolution to appoint Ernst & Young LLP as the Company's U.S. independent registered public accounting firm for 2016 and U.K. statutory auditors under Companies Act 2006 (to hold office until the conclusion of the next annual general meeting at which accounts are laid before the Company), and to authorize the Audit Committee to fix and determine the auditors' remuneration:

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| <b>Votes For</b> | <b>Votes Against</b> | <b>Discretionary</b> | <b>Abstentions</b> | <b>Broker Non-Votes</b> |
|------------------|----------------------|----------------------|--------------------|-------------------------|
| 45,313,667       | 551,903              | 25                   | 652,915            | 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: July 14, 2016

Amarin Corporation plc

By: /s/ John Thero

John Thero

President and Chief Executive Officer