

NAVIDEA BIOPHARMACEUTICALS, INC.

Form 8-K

July 02, 2013

**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 27, 2013

NAVIDEA BIOPHARMACEUTICALS, INC.

(Exact name of registrant as specified in its charter)

Delaware                                      001-35076    31-1080091  
(State or other jurisdiction (Commission (IRS Employer  
of incorporation)                      File Number) Identification No.)

425 Metro Place North, Suite 450, Dublin, Ohio 43017  
(Address of principal executive offices)                      (Zip Code)

Registrant's telephone number, including area code (614) 793-7500

(Former name or former address, if changed since last report.)

Edgar Filing: NAVIDEA BIOPHARMACEUTICALS, INC. - Form 8-K

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.**

On June 27, 2013, at the 2013 Annual Meeting, the stockholders of Navidea Biopharmaceuticals, Inc (the "Company") took the following actions:

- (1) Elected Brendan A. Ford and Eric K. Rowinsky, MD, as Directors of the Company for a term ending at the 2016 Annual Meeting.

The following table shows the voting tabulation for the election of directors:

**ACTION                      FOR                      WITHHELD BROKER NON-VOTES**

Election of Directors:

Brendan A. Ford	29,120,086	674,219	66,288,980
Eric K. Rowinsky, MD	27,294,120	2,500,185	66,288,980

- (2) Voted to ratify the appointment of BDO USA, LLP, to act as the Company's independent registered public accounting firm for 2013.

The following table shows the voting tabulation for the approval of BDO USA, LLP:

**ACTION                                      FOR                                      WITHHELD ABSTENTIONS**

Ratification of BDO USA, LLP	94,754,800	874,420	454,065
------------------------------	------------	---------	---------

**Item 8.01.**

**Other Events.**

On June 27, 2013, the Company issued a press release (the "Meeting Press Release") announcing the results of the 2013 Annual Meeting. The complete text of the Meeting Press Release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

**Item 9.01.**

**Financial Statements and Exhibits.**

(d) Exhibits.

*Exhibit*

*Number Exhibit Description*

99.1 Navidea Biopharmaceuticals, Inc. press release dated June 27, 2013, entitled “Navidea Biopharmaceuticals Announces 2013 Annual Meeting Results.”

The Private Securities Litigation Reform Act of 1995 (the Act) provides a safe harbor for forward-looking statements made by or on behalf of the Company. Statements contained or incorporated by reference in this Current Report on Form 8-K, which relate to other than strictly historical facts, such as statements about the Company’s plans and strategies, expectations for future financial performance, new and existing products and technologies, anticipated clinical and regulatory pathways, and markets for the Company’s products are forward-looking statements within the meaning of the Act. The words “believe,” “expect,” “anticipate,” “estimate,” “project,” and similar expressions identify forward-looking statements that speak only as of the date hereof. Investors are cautioned that such statements involve risks and uncertainties that could cause actual results to differ materially from historical or anticipated results due to many factors including, but not limited to, the Company’s continuing operating losses, uncertainty of market acceptance of its products, reliance on third party manufacturers, accumulated deficit, future capital needs, uncertainty of capital funding, dependence on limited product line and distribution channels, competition, limited marketing and manufacturing experience, risks of development of new products, regulatory risks and other risks detailed in the Company’s most recent Annual Report on Form 10-K, Quarterly Reports on Form 10-Q, and other filings with the United States Securities and Exchange Commission. The Company undertakes no obligation to publicly update or revise any forward-looking statements.

2

**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.

Navidea  
Biopharmaceuticals,  
Inc.

Date: July 2, 2013 By: /s/ Brent L. Larson  
Brent L. Larson,  
Executive Vice  
President and  
  
Chief Financial  
Officer