

Converted Organics Inc.
Form 8-K
September 21, 2010

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):

September 16, 2010

CONVERTED ORGANICS INC.

(Exact name of registrant as specified in its charter)

Delaware

001-33304

204075963

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

137A LEWIS WHARF, BOSTON,
Massachusetts

02110

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

617-624-0111

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))

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

On September 16, 2010, the Company held its 2010 Special Meeting of Stockholders at The Marriott's Long Wharf in Boston, Massachusetts. At the meeting, the Company's stockholders approved the acquisition of TerraSphere Systems LLC and the issuance of up to 34,166,667 shares of Company common stock to the members of TerraSphere in exchange for 100% of the units of TerraSphere, subject to upward adjustment based on certain anti-dilution protections as were described in the Proxy Statement. Also, the Company's stockholders approved the ability of the Company's Chief Executive Officer to adjourn the special meeting for the purpose of soliciting additional proxies.

The results of the vote were as follows:

1. To approve the acquisition of TerraSphere Systems LLC and the issuance of up to 34,166,667 shares of Company common stock to the members of TerraSphere in exchange for 100% of the units of TerraSphere, subject to upward adjustment based on certain anti-dilution protections as described in the proxy statement.

Shares voted FOR / AGAINST / ABSTAIN:

14,441,262 / 1,845,087 / 153,312

2. To approve the ability of the Company's Chief Executive Officer to adjourn the special meeting for the purpose of soliciting additional proxies.

Shares voted FOR / AGAINST / ABSTAIN:

13,856,161 / 2,166,809 / 416,691

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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.

CONVERTED ORGANICS INC.

September 21, 2010

By: */s/ Edward J. Gildea*

Name: Edward J. Gildea

Title: President and CEO