

PERNIX THERAPEUTICS HOLDINGS, INC.
Form 8-K
June 19, 2014

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 18, 2014

PERNIX THERAPEUTICS HOLDINGS, INC.
(Exact name of registrant as specified in its charter)

Maryland (State or other jurisdiction of incorporation)	001-14494 (Commission File Number)	33-0724736 (IRS Employer Identification No.)
10 North Park Place, Suite 201 Morristown, NJ (Address of principal executive offices)		07960 (Zip Code)

Registrant's telephone number, including area code: (800) 793-2145

(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

The annual meeting of stockholders of Pernix Therapeutics Holdings, Inc. (the “Company”) was held on June 18, 2014. At the annual meeting, our stockholders (i) elected each nominee to serve as a Company director until the next annual meeting of stockholders, (ii) approved, the Company’s Amended and Restated 2009 Stock Incentive Plan, as amended, (iii) approved, on an advisory basis, the Company’s executive compensation and (iv) ratified the selection of Cherry Bekaert LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2014.

The final voting tabulation for the election of directors was as follows:

Nominee	Number of Votes For	Number of Votes Withheld
Douglas L. Drysdale	27,791,156	12,484
Steven A. Elms	23,654,928	4,148,712
Tasos G. Konidaris	27,750,330	53,310
John A. Sedor	27,750,843	52,797

The final voting tabulation for the Approval of the Company’s Amended and Restated 2009 Stock Incentive Plan, as amended, was as follows:

Proposal	Number of Votes For	Number of Votes	
		Against	Abstentions
Approval of Amended and Restated 2009 Stock Incentive Plan, as amended	21,556,767	6,242,614	4,259

The final voting tabulation for the approval, on an advisory basis, of the Company’s executive compensation was as follows:

Proposal	Number of Votes For	Number of Votes	
		Against	Abstentions
Approval, on an advisory basis, the Company’s executive compensation	24,375,043	3,423,325	5,272

The final voting tabulation for the ratification of the independent registered public accounting firm was as follows:

Proposal	Number of Votes For	Number of Votes	
		Against	Abstentions
Ratification of Cherry Bekaert LLP	24,421,836	3,367,126	14,678

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, thereunto duly authorized.

PERNIX THERAPEUTICS HOLDINGS, INC.

Dated: June 19, 2014

By: /s/ Tracy S. Clifford
Tracy S. Clifford
Principal Accounting Officer