

Aldeyra Therapeutics, Inc.
Form 8-K
June 10, 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): June 9, 2016

ALDEYRA THERAPEUTICS, INC.

(Exact name of Registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-36332
(Commission File No.)

20-1968197
(IRS Employer Identification No.)

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131 Hartwell Avenue, Suite 320

Lexington, MA 02421

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (781) 761-4904

(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

At the 2016 annual meeting of stockholders (the Annual Meeting) of Aldeyra Therapeutics, Inc. (the Company) held on June 9, 2016, the following proposals were submitted to the stockholders of the Company:

Proposal 1: The election of two directors to serve as Class II directors until the Company s 2019 annual meeting of stockholders or until their successors are duly elected and qualified.

Proposal 2: The ratification of the appointment of BDO USA, LLP as the Company s independent registered public accounting firm for the fiscal year ending December 31, 2016.

Proposal 3: The approval of an amendment to the Company s 2013 Equity Incentive Plan to increase the aggregate number of shares authorized for issuance under such plan.

Proposal 4: The approval of the Company s 2016 Employee Stock Purchase Plan.

For more information about the foregoing proposals, see the Company s definitive proxy statement on Schedule 14A filed with the United States Securities and Exchange Commission on April 25, 2016 (the Proxy Statement). Of the 9,712,521 shares of the Company s common stock entitled to vote at the Annual Meeting, 7,988,316 shares, or approximately 82.2%, were represented at the meeting in person or by proxy, constituting a quorum. The number of votes cast for, against or withheld, as well as abstentions and broker non-votes, if applicable, in respect of each such proposal is set forth below:

Proposal 1: Election of Directors.

The Company s stockholders elected the following directors to serve as Class II directors until the 2019 annual meeting of stockholders or until their successors are duly elected and qualified. The votes regarding the election of the directors were as follows:

| Director | Votes For | Votes Withheld | Broker Non-Votes |
|---------------------|------------------|-----------------------|-------------------------|
| Gary Phillips, M.D. | 5,743,946 | 1,646,529 | 597,841 |
| Neal Walker, D.O. | 7,202,357 | 188,118 | 597,841 |

Proposal 2: Ratification of Appointment of BDO USA, LLP.

The Company s stockholders ratified the appointment of BDO USA, LLP as the Company s independent registered public accounting firm for the fiscal year ending December 31, 2016. The votes regarding this proposal were as follows:

| Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|------------------|----------------------|-------------------------|-------------------------|
| 7,928,865 | 9,137 | 50,314 | |

Proposal 3: Approval of Amendment to the Company s 2013 Equity Incentive Plan.

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The Company's stockholders approved the amendment to the Company's 2013 Equity Incentive Plan to increase the aggregate number of shares authorized for issuance under such plan. The votes regarding this proposal were as follows:

| | Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|--|------------------|----------------------|-------------------------|-------------------------|
| Proposal 4: Approval of the Company's 2016 Employee Stock Purchase Plan. | 5,726,578 | 1,663,577 | 320 | 597,841 |

The Company's stockholders approved the Company's 2016 Employee Stock Purchase Plan. The votes regarding this proposal were as follows:

| Votes For | Votes Against | Votes Abstaining | Broker Non-Votes |
|------------------|----------------------|-------------------------|-------------------------|
| 7,167,109 | 221,066 | 2,300 | 597,841 |

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.

ALDEYRA THERAPEUTICS, INC.

By: /s/ Todd C. Brady, M.D., Ph.D.

Name: Todd C. Brady, M.D., Ph.D.

Title: President and Chief Executive Officer

Dated: June 10, 2016