

INOVIO PHARMACEUTICALS, INC.  
Form 8-K  
May 14, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, DC 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): May 11, 2018**

**Inovio Pharmaceuticals, Inc.**

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

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-14888**  
**(Commission**

**File Number)**  
**660 W. Germantown Pike, Suite 110**

**33-0969592**  
**(IRS Employer**

**Identification No.)**

**Plymouth Meeting, PA 19462**

**(Address of principal executive offices, including zip code)**

**(267) 440-4200**

**(Registrant's telephone number, including area code)**

**N/A**

**(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On May 11, 2018, Inovio Pharmaceuticals, Inc. (the "Company") held its 2018 Annual Meeting of Stockholders (the "Annual Meeting"). At the Company's Annual Meeting, the stockholders considered three proposals, each of which is described in more detail in the Company's definitive proxy statement filed with the Securities and Exchange Commission on March 28, 2018. Set forth below are the results of the matters submitted for a vote of stockholders at the Annual Meeting.

**Proposal 1:** The election of the following nominees as directors of the Company to serve until the Company's 2019 Annual Meeting of Stockholders and until their successors are elected. The votes were cast as follows:

| Name of Director Nominee | Votes For  | Votes     |                  |
|--------------------------|------------|-----------|------------------|
|                          |            | Withheld  | Broker Non-Votes |
| Avtar S. Dhillon         | 19,863,245 | 8,359,633 | 44,348,217       |
| J. Joseph Kim            | 27,410,990 | 811,888   | 44,348,217       |
| Simon X. Benito          | 26,677,359 | 1,545,519 | 44,348,217       |
| Ángel Cabrera            | 26,801,438 | 1,421,440 | 44,348,217       |
| Morton Collins           | 27,559,741 | 663,137   | 44,348,217       |
| Adel A.F. Mahmoud        | 27,128,627 | 1,094,251 | 44,348,217       |
| David B. Weiner          | 27,533,921 | 688,957   | 44,348,217       |
| Wendy Yarno              | 26,670,083 | 1,552,795 | 44,348,217       |

**Proposal 2:** The ratification of the appointment by the Audit Committee of the Board of Directors of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2018. The votes were cast as follows:

| For        | Against   | Abstain   | Broker Non-Votes |
|------------|-----------|-----------|------------------|
| 67,520,612 | 3,605,110 | 1,445,373 | 0                |

**Proposal 3:** The approval, on a non-binding advisory basis, of the compensation of the Company's named executive officers described in the Company's definitive proxy statement with respect to the Annual Meeting. The votes were cast as follows:

| For        | Against   | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 25,973,640 | 1,841,598 | 407,640 | 44,348,217       |

**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.

**INOVIO PHARMACEUTICALS, INC.**

Date: May 14, 2018

By: /s/ Peter Kies  
Peter Kies  
Chief Financial Officer