

Lightwave Logic, Inc.
Form 8-K
August 27, 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): August 27, 2014 (August 21, 2014)

Lightwave Logic, Inc.
(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction of
Incorporation or Organization)

0-52567
(Commission File Number)

82-049-7368
(I.R.S. Employer
Identification No.)

1831 Lefthand Circle, Suite C, Longmont, CO
(Address of principal executive offices)

80501
(Zip Code)

Registrant's telephone number, including area code: **(720) 340-4949**

(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:

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- “ 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 2014 Annual Meeting of Stockholders (the **Annual Meeting**) of Lightwave Logic, Inc. (the **Company**) was held on Thursday, August 21, 2014. As of the close of business on July 18, 2014, the Company had outstanding 57,412,440 shares of common stock, of which 39,837,671 shares were represented at the meeting by proxy and in person. The matters voted upon and the final results of the voting were as follows:

Proposal 1: Election of Directors

The following persons were elected to the Board of Directors to serve until the 2015 Annual Meeting of Stockholders or until their successors have been duly elected or appointed and qualified:

| Name | Votes | Votes | Broker |
|----------------------|--------------|-----------------|------------------|
| | For | Withheld | Non-votes |
| Andrew J. Ashton | 19,316,640 | 468,905 | 20,052,126 |
| Siraj Nour El-Ahmadi | 19,533,359 | 252,186 | 20,052,126 |
| George Lauro | 19,686,254 | 99,291 | 20,052,126 |

The following persons were elected to the Board of Directors to serve until the 2016 Annual Meeting of Stockholders or until their successors have been duly elected or appointed and qualified:

| Name | Votes | Votes | Broker |
|-----------------------|--------------|-----------------|------------------|
| | For | Withheld | Non-votes |
| Joseph A. Miller, Jr. | 19,343,585 | 441,960 | 20,052,126 |
| Ronald A. Bucchi | 19,279,335 | 506,210 | 20,052,126 |

The following persons were elected to the Board of Directors to serve until the 2017 Annual Meeting of Stockholders or until their successors have been duly elected or appointed and qualified:

| Votes | Votes | Broker |
|--------------|--------------|---------------|
|--------------|--------------|---------------|

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| Name | For | Withheld | Non-votes |
|-------------------------|------------|-----------------|------------------|
| Thomas E. Zelibor | 18,690,834 | 1,094,711 | 20,052,126 |
| James S. Marcelli | 17,884,826 | 1,900,719 | 20,052,126 |
| William C. Pickett, III | 19,341,260 | 444,285 | 20,052,126 |

Proposal 2: Approve Amendment to the Company s 2007 Employee Stock Plan

The following votes were cast with respect to Proposal 2. The proposal was approved.

| | | | Broker |
|------------|----------------|----------------|------------------|
| For | Against | Abstain | Non-votes |
| 18,422,884 | 1,228,300 | 134,361 | 20,052,126 |

Proposal 3: Approve Amendment to the Company s Articles of Incorporation

The following votes were cast with respect to Proposal 3. A total of 28,706,221 votes were required to be cast for the approval of this proposal. The proposal was not approved.

| | | | Broker |
|------------|----------------|----------------|------------------|
| For | Against | Abstain | Non-votes |
| 18,525,828 | 1,154,070 | 105,647 | 20,052,126 |

Proposal 4: Ratify Morison Cogen LLP as the Company's Independent Registered Public Accounting Firm

The following votes were cast with respect to Proposal 4. The proposal was approved.

| | | | Broker | |
|--|------------|----------------|----------------|------------------|
| | For | Against | Abstain | Non-votes |
| | 39,636,277 | 81,883 | 119,511 | - |

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.

LIGHTWAVE LOGIC, INC.

| | |
|--------|-----------------------|
| By: | /s/ James S. Marcelli |
| Name: | James S. Marcelli |
| Title: | President |

Dated: August 27, 2014