

Lightwave Logic, Inc.
Form 8-K
May 22, 2018

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): May 17, 2018

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.)

369 Inverness Parkway, Suite 350, Englewood, CO
(Address of principal executive offices)

80112
(Zip Code)

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

(Former name or former address, if changed since last report)

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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 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 checkmark 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

The 2018 Annual Meeting of Shareholders (the **Annual Meeting**) of Lightwave Logic, Inc. (the **Company**) was held on Thursday, May 17, 2018. As of the close of business on April 13, 2018, the Company had outstanding 75,104,532 shares of common stock, of which 48,454,390 shares were represented at the meeting by proxy and in person; accordingly a quorum was constituted. 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 2021 Annual Meeting of Shareholders or until their successors have been duly elected or appointed and qualified:

| Name | Votes | Votes | Broker |
|----------------------|--------------|-----------------|------------------|
| | For | Withheld | Non-votes |
| Siraj Nour El-Ahmadi | 21,352,702 | 80,090 | 27,021,598 |
| Frederick Leonberger | 21,135,058 | 297,734 | 27,021,598 |

Proposal 2: Ratify Morison Cogen LLP as the Company's Independent Registered Public Accounting Firm

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

| | | | | Broker |
|--|------------|----------------|----------------|------------------|
| | For | Against | Abstain | Non-votes |
| | 48,368,220 | 57,506 | 28,664 | - |

Proposal 3: Advisory Vote to Approve the Compensation of the Company's Named Executive Officers

The following votes were cast with respect to Proposal 3. The proposal was approved.

| | | | Broker |
|--|------------|----------------|------------------|
| | For | Against | Abstain |
| | 20,611,182 | 246,065 | 575,545 |
| | | | Non-votes |
| | | | 27,021,598 |

Proposal 4: Advisory Vote to Select the Frequency of Voting to Approve Executive Compensation

The following votes were cast with respect to Proposal 4. The frequency of once over three years was approved. In light of this vote, the Company will include a shareholder vote on the compensation of executives in its proxy materials once every three years.

| Once | Once Every | Once Every | | Broker |
|-------------------|-------------------|-------------------|----------------|------------------|
| Every Year | 2 Years | 3 Years | Abstain | Non-votes |
| 3,326,801 | 3,114,662 | 11,961,061 | 3,030,268 | 27,021,598 |

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: May 22, 2018