

Cytosorbents Corp  
Form 8-K  
June 08, 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 7, 2016

**CYTOSORBENTS CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**000-51038**

(Commission File Number)

**98-0373793**

(I.R.S. Employer Identification No.)

**7 Deer Park Drive, Suite K,**

**Monmouth Junction, New Jersey**

**08852**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (732) 329-8885

**Not Applicable**

(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 (see General Instruction A.2. below):

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**

CytoSorbents Corporation (the “Company”) held its Annual Meeting of Stockholders (the “Annual Meeting”) on June 7, 2016. At the Annual Meeting, the following matters were submitted to a vote of stockholders:

1. The election of five (5) directors to serve until the Company’s 2017 Annual Meeting of Stockholders, or until their respective successors shall have been duly elected and qualified; and
2. The ratification of the appointment of WithumSmith+Brown, PC as the Company’s independent registered public accounting firm for the year ending December 31, 2016.

At the close of business on April 13, 2016, the record date for the determination of stockholders entitled to vote at the Annual Meeting, there were 25,410,101 shares of the Company’s Common Stock outstanding and entitled to vote at the Annual Meeting. The holders of 20,353,135 shares of the Company’s Common Stock were represented in person or by proxy at the Annual Meeting, constituting a quorum.

At the Annual Meeting, the five directors were elected, and the other proposal submitted to stockholders was approved.

Proposal No. 1 — Election of Directors

The vote with respect to the election of directors was as follows:

| Nominees         | For       | Withheld | Broker Non-Votes |
|------------------|-----------|----------|------------------|
| Phillip P. Chan  | 9,553,100 | 100,241  | 10,699,794       |
| Al W. Kraus      | 8,896,030 | 757,311  | 10,699,794       |
| Edward R. Jones  | 9,507,083 | 146,258  | 10,699,794       |
| Michael G. Bator | 9,534,614 | 118,727  | 10,699,794       |
| Alan D. Sobel    | 9,533,036 | 120,305  | 10,699,794       |

Proposal No. 2 — Ratification of the Appointment of Independent Registered Public Accounting Firm

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The vote with respect to the ratification of the appointment of WithumSmith+Brown PC as the Company's independent registered public accounting firm for the year ending December 31, 2016 was as follows:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 20,271,312 | 54,304         | 27,514         |

**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.

Dated: June 8, 2016 CYTOSORBENTS  
CORPORATION

By: /s/ Dr. Phillip P. Chan  
Name: Dr. Phillip P. Chan  
President and  
Title: Chief Executive Officer