

CHAMPIONS ONCOLOGY, INC.

Form 8-K

October 17, 2013

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): **October 17, 2013**

CHAMPIONS ONCOLOGY, INC.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| Delaware | 0-17263 | 52-1401755 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

1 University Plaza, Suite 307, Hackensack, New Jersey 07601

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(201) 808-8400**

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:

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))

INFORMATION TO BE INCLUDED IN THE REPORT

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

On October 15, 2013, Champion’s Oncology, Inc. (the “Company”) held its Annual Meeting of the Stockholders (the “Annual Meeting”). The following matters were submitted to a vote of the stockholders at the Annual Meeting and the voting results were as follows, there being no broker non-votes for any matter:

1. *Election of Directors.* The seven director nominees named in the Company's 2013 proxy statement were elected to serve for a one-year term expiring at the 2014 Annual Meeting of the Stockholders or until their successors are duly elected and qualified, based upon the following votes:

| <u>Director Nominee</u> | <u>Votes For</u> | <u>Votes Withheld</u> |
|-------------------------|------------------|-----------------------|
| Joel Ackerman | 42,005,674 | 2,000 |
| Arthur G. Epker III | 42,004,574 | 3,100 |
| Daniel Mendelson | 42,005,474 | 2,100 |
| Ronnie Morris, M.D. | 42,005,674 | 2,000 |
| Abba David Poliakoff | 42,004,574 | 3,100 |
| David Sidransky | 42,005,474 | 2,100 |
| Scott R. Tobin | 42,005,474 | 2,100 |

2. *Ratification of Appointment of Independent Registered Accounting Firm.* The appointment of Ernst & Young LLP to serve as the Company’s independent registered public accounting firm for the fiscal year ending April 30, 2014, was ratified as follows:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> |
|------------------|----------------------|----------------|
| 41,983,598 | 3,550 | 46 |

3. *Advisory Vote of the Compensation of the Company’s Named Executive Officers.* The proposal to approve, on an advisory basis, the compensation of the Company's named executive officers, as described in the Company's 2013 proxy statement, was approved by the following votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> |
|------------------|----------------------|----------------|
|------------------|----------------------|----------------|

41,942,7863,196

41,212

4. *Advisory Vote on the Frequency of the Advisory Vote on the Compensation of our Named Executive Officers.* The Company's stockholders recommended, on an advisory basis, to hold an advisory vote on the compensation of the Company's named executive officers on an annual basis, by the votes set forth in the table below:

| One-Year | Two-Year | Three-Year | <u>Abstain</u> |
|------------------------------|------------------------------|------------------------------|-----------------------|
| <u>Frequency Vote</u> | <u>Frequency Vote</u> | <u>Frequency Vote</u> | |
| 29,273,235 | 17,044 | 12,696,603 | 312 |

5. *Reverse Split.* The proposal to grant the Company's Board of Directors the discretionary authority to consummate a reverse split of the Company's common stock was approved by the following votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstain</u> |
|-------------------------|-----------------------------|-----------------------|
| 41,952,932 | 33,162 | 1,100 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

**CHAMPIONS
ONCOLOGY, INC.**
(Registrant)

Date: October 17, 2013 By: /s/ Joel Ackerman
Joel Ackerman
Chief Executive Officer