

LEXICON PHARMACEUTICALS, INC.

Form 8-K

April 26, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 26, 2018

Lexicon Pharmaceuticals, Inc.

(Exact name of registrant as specified in its charter)

Delaware

000-30111

76-0474169

(State or other jurisdiction of  
incorporation or organization)

(Commission File Number)

(I.R.S. Employer

Identification Number)

8800 Technology Forest Place

The Woodlands, Texas 77381

(Address of principal executive  
offices and Zip Code)

(281) 863-3000

(Registrant's telephone number,  
including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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. o

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Item 5.07 Submission of Matters to a Vote of Security Holders

Our annual meeting of stockholders was held on April 26, 2018 to consider and vote on the following proposals. The voting results with respect to each matter are set forth below:

(1) Election of Class III Directors:

| Name of Director    | For        | Withheld  | Broker<br>Non-Votes |
|---------------------|------------|-----------|---------------------|
| Philippe J. Amouyal | 88,445,363 | 3,760,056 | 8,190,338           |
| Lonnel Coats        | 89,600,508 | 2,604,911 | 8,190,338           |
| Frank P. Palantoni  | 91,164,315 | 1,041,104 | 8,190,338           |

(2) Advisory vote to approve the compensation paid to our named executive officers

| For        | Against | Abstain | Broker<br>Non-Votes |
|------------|---------|---------|---------------------|
| 90,919,786 | 969,663 | 315,970 | 8,190,338           |

(3) Ratification and approval of the appointment of Ernst & Young LLP as our independent auditors for the fiscal year ending December 31, 2018

| For        | Against | Abstain | Broker<br>Non-Votes |
|------------|---------|---------|---------------------|
| 99,651,301 | 481,407 | 263,049 | —                   |

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 thereunto duly authorized.

Lexicon Pharmaceuticals, Inc.

Date: April 26, 2018 By: /s/ Brian T. Crum

Brian T. Crum

Vice President and General Counsel