

ODYSSEY MARINE EXPLORATION INC
Form 8-K
June 06, 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): June 5, 2018

ODYSSEY MARINE EXPLORATION, INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or Other Jurisdiction

of Incorporation)

001-31895
(Commission

File Number)
5215 West Laurel Street

84-1018684
(IRS Employer

Identification No.)

Tampa, Florida 33607

(Address of Principal Executive Offices and Zip Code)

Registrant's telephone number, including area code: (813) 876-1776

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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.

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

Odyssey Marine Exploration, Inc. (Odyssey) held an annual meeting of stockholders on June 5, 2018, for the purpose of considering and acting upon the following matters:

to elect six directors of the Corporation to serve until the next Annual Meeting of Stockholders and until their successors have been duly elected and qualified (the Election Proposal);

to ratify the appointment of Ferlita, Walsh, Gonzalez & Rodriguez, P.A. as our independent registered public accounting firm (the Ratification Proposal);

to hold a non-binding advisory vote to approve named executive officer compensation (the Compensation Proposal); and

to transact such other business as may properly come before the meeting or at any adjournment or adjournments thereof.

No other business came before the meeting.

Voting Results

Election Proposal

With respect to the Election Proposal, the six individuals named below were elected to serve as directors in accordance with the following vote:

| Nominee | For | Withheld |
|---------------------|------------|-----------------|
| John C. Abbott | 2,660,486 | 230,228 |
| Mark D. Gordon | 2,825,091 | 65,623 |
| Mark B. Justh | 2,863,081 | 27,633 |
| James S. Pignatelli | 2,865,229 | 25,485 |
| Jon D. Sawyer | 2,850,287 | 40,427 |
| Gregory P. Stemm | 2,740,052 | 150,662 |

Ratification Proposal

With respect to the Ratification Proposal, the results of the vote were as follows:

| For | Against | Abstain |
|------------|----------------|----------------|
| 6,983,719 | 232,840 | 63,740 |

Compensation Proposal

With respect to the Compensation Proposal, the results of the vote were as follows:

| | For | Against | Abstain |
|-------------------------|------------|----------------|----------------|
| Broker Non-Votes | 2,784,931 | 90,595 | 15,188 |

There were broker non-votes with respect to the Election Proposal and the Compensation Proposal,. Broker non-votes were not relevant to the Ratification Proposal.

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 hereunto duly authorized.

ODYSSEY MARINE EXPLORATION, INC.

Dated: June 6, 2018

By: /s/ Mark D. Gordon
Mark D. Gordon
President and Chief Executive Officer