

Capstone Therapeutics Corp.
Form 8-K
June 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: June 14, 2013 (Date of earliest event reported)

CAPSTONE THERAPEUTICS CORP.

(Exact name of registrant as specified in its charter)

| | | |
|---|---------------------------------------|---|
| Delaware (State or other jurisdiction of incorporation) | 000-21214 (Commission File Number) | 86-0585310 (I.R.S. Employer Identification No.) |
|---|---------------------------------------|---|

| | |
|--|---------------------|
| 1275 West Washington Street, Suite 101, Tempe, Arizona (Address of principal executive offices) | 85281 (Zip Code) |
|--|---------------------|

Registrant's telephone number, including area code:
(602) 286-5520

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))
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Section 5 - Corporate Governance and Management

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

Annual Meeting of Stockholders

- (a) Our Annual Meeting of Stockholders was held on June 14, 2013 with a quorum in attendance.
- (b) At the Annual Meeting, stockholders elected our nominee for Class I Director and ratified the appointment of Moss Adams LLP as our independent registered public accounting firm for the fiscal year ended December 31, 2013. The certified results of the matters voted upon at the meeting, which are more fully described in our Proxy Statement, are as follows:

Proposal 1: Proposal to Elect a Class I Director For Term Expiring in Year 2016:

| Nominee Name | Number of Shares | | |
|--------------------|------------------|----------|------------------|
| | FOR | WITHHELD | BROKER NON-VOTES |
| Fredric J. Feldman | 17,542,354 | 820,882 | 11,243,712 |

Proposal 2: Proposal to Ratify the Appointment of Moss Adams LLP as our Independent Registered Public Accounting Firm for Fiscal Year 2013

| FOR | Number of Shares | |
|------------|------------------|---------|
| | AGAINST | ABSTAIN |
| 28,882,384 | 682,686 | 41,878 |

Proposal 3: Advisory Vote on Executive Compensation

| FOR | Number of Shares | | |
|------------|------------------|---------|------------------|
| | AGAINST | ABSTAIN | BROKER NON-VOTES |
| 17,419,465 | 746,624 | 197,147 | 11,243,712 |

Proposal 4: Advisory Vote on Frequency of Holding Future Votes on Executive Compensation:

| Number of Shares | | | | |
|------------------|-----------|-------------|---------|--------|
| ONE YEAR | TWO YEARS | THREE YEARS | ABSTAIN | BROKER |
| | | | | |

NON-VOTES

4,141,943

376,705

13,593,496

251,092

11,243,712

(c)

None

(d) On June 14, 2013, the Board of Directors of Capstone Therapeutics Corp. (the “Company”) adopted a resolution calling for an advisory vote on Executive Compensation every three years. The next scheduled Advisory Vote on Executive Compensation will be at the Company’s 2016 Annual Meeting of Stockholders.

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 17, 2013

CAPSTONE THERAPEUTICS CORP.

/s/ John M. Holliman, III
John M. Holliman, III
Executive Chairman