

LUNA INNOVATIONS INC  
Form 8-K  
May 24, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 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): May 22, 2012

**Luna Innovations Incorporated**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-52008**  
(Commission  
File Number)

**54-1560050**  
(IRS Employer  
Identification No.)

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**1 Riverside Circle, Suite 400**

**Roanoke, Virginia 24016**

**(Address of principal executive offices, including zip code)**

**540-769-8400**

**(Registrant's telephone number, including area code)**

**(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.**

At the 2012 Annual Meeting of Stockholders of Luna Innovations Incorporated (the *Company*) held on May 22, 2012, the Company's stockholders approved the following two matters, as proposed in the proxy materials filed with the Securities and Exchange Commission on April 20, 2012.

*Election of Directors*

My E. Chung and Neil D. Wilkin, Jr. were elected as Class III directors of the Company to serve until the 2015 Annual Meeting of Stockholders as follows:

	For	Withhold	Broker Non-Votes
My E. Chung	6,678,754	503,208	4,113,236
Neil D. Wilkin, Jr.	6,674,176	507,786	4,113,236

*Ratification of Selection of Independent Auditors*

The ratification of the selection of Grant Thornton LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2012 was approved as follows:

For	Against	Abstain
11,261,926	17,155	16,117

**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.

**Luna Innovations Incorporated**

By: /s/ Talfourd H. Kemper, Jr.  
Talfourd H. Kemper, Jr.

Vice President and General Counsel

Date: May 24, 2012