

GENOCEA BIOSCIENCES, INC.  
Form 8-K  
June 08, 2015

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

Washington, D.C. 20549

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**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 4, 2015**

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**GENOCEA BIOSCIENCES, INC.**

(Exact name of Registrant as specified in its charter)

<b>Delaware</b>	<b>001-36289</b>	<b>51-0596811</b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

**Cambridge Discovery Park**  
**100 Acorn Park Drive, 5th Floor**

**Cambridge, MA**  
(Address of principal)

**02140**  
(Zip Code)

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executive offices)

Registrant's telephone number, including area code: **(617) 876-8191**

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

On June 4, 2015, Genoce Biosciences, Inc. (the Company) held its previously announced Annual Meeting of Stockholders (the Meeting), at which a quorum was present. At the Meeting, the stockholders of the Company voted on the two proposals as follows: (i) to elect Mr. Kenneth Bate and Dr. Kevin Bitterman as Class I members of the board of directors to serve until the Company's 2018 annual meeting of stockholders and until their successors are duly elected and qualified ( Proposal 1 ) and (ii) to ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015 ( Proposal 2 ).

The Company's stockholders approved Proposal 1. The votes cast at the Meeting were as follows:

	Votes For	Votes Withheld	Broker Non-Votes
Kenneth Bate	17,110,284	703,106	3,304,930
Kevin Bitterman	16,108,215	1,705,175	3,304,930

There were no abstentions with respect to Proposal 1.

The Company stockholders approved Proposal 2. The votes cast at the Meeting were as follows: 21,104,355 shares voted for, 10,713 shares voted against and 3,252 shares abstained from voting. There were no broker non-votes with respect to Proposal 2.

**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.

**GENOCEA BIOSCIENCES, INC.**

By: */s/ Jonathan Poole*  
Jonathan Poole  
Chief Financial Officer

Date: June 8, 2015