

ALIMERA SCIENCES INC  
Form 8-K  
June 15, 2012

**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 14, 2012

**ALIMERA SCIENCES, INC.**

(Exact name of Registrant as specified in its charter)

Delaware  
(State or other Jurisdiction

of Incorporation)

001-34703  
(Commission

File No.)

20-0028718  
(IRS Employer

Identification No.)

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**6120 Windward Parkway**

**Suite 290**

**Alpharetta, Georgia**  
(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: (678) 990-5740**

**30005**  
(Zip Code)

**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:

- .. 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 Alimera Sciences, Inc. (the **Company** ) held on June 14, 2012 (the **Annual Meeting** ), the following proposals were submitted to the stockholders of the Company:

- Proposal 1: The election of two directors to serve as Class II directors for a term of three years until the 2015 annual meeting of stockholders.
- Proposal 2: The ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2012.
- Proposal 3: The approval on an advisory, non-binding basis of the compensation of the Company's named executive officers.
- For more information about the foregoing proposals, see the Company's definitive proxy statement on Schedule 14A filed with the Securities and Exchange Commission on April 30, 2012 (the **Proxy Statement** ). Of the 31,427,445 shares of the Company's common stock entitled to vote at the Annual Meeting, 25,083,583 shares, or approximately 79.8%, were represented at the meeting in person or by proxy, constituting a quorum. The number of votes cast for, against or withheld, as well as abstentions and broker non-votes, if applicable, in respect of each such matter is set forth below:

Proposal 1: Election of Directors.

The Company's stockholders elected the following two directors to serve as Class II directors until the 2015 annual meeting of stockholders. The votes regarding the election of directors were as follows:

Director	Votes For	Votes Withheld	Broker Non-Votes
Philip R. Tracy	17,913,947	29,231	7,140,405
Glen Bradley, Ph.D.	17,914,037	29,141	7,140,405

Proposal 2: Ratification of Selection of Deloitte & Touche LLP.

The Company's stockholders ratified the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2012. The votes regarding this proposal were as follows:

Votes For	Votes Against	Votes Abstaining	Broker Non-Votes
24,948,435	32,273	102,875	0

Proposal 3: Compensation of Officers.

The Company's stockholders approved on an advisory, non-binding basis the compensation paid to the Company's named executive officers, as disclosed in the Proxy Statement. The votes regarding this proposal were as follows:

Votes For	Votes Against	Votes Abstaining	Broker Non-Votes
17,856,604	57,817	28,757	7,140,405

**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.

ALIMERA SCIENCES, INC.

By: /s/ RICHARD S. EISWIRTH, JR.

Name: Richard S. Eiswirth, Jr.

Title: Chief Operating Officer and Chief Financial  
Officer

Dated: June 15, 2012