

TREVENA INC  
Form 8-K  
May 21, 2015

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

Washington, D.C. 20549

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**FORM 8-K**

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**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 20, 2015**

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**TREVENA, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**

(State or other jurisdiction of incorporation)

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**001-36193**  
(Commission  
File No.)

**26-1469215**  
(IRS Employer  
Identification No.)

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**1018 West 8th Avenue, Suite A**

**King of Prussia, PA 19406**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: **(610) 354-8840**

(Former name or former address, if changed since last report.)

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

On May 20, 2015, the Company held its Annual Meeting in King of Prussia, Pennsylvania. Of the 39,241,173 shares outstanding as of the record date, 31,154,501 shares, or approximately 79.4%, were present or represented by proxy at the Annual Meeting. With respect to the matters submitted for a vote of stockholders at the Annual Meeting: (i) each of the Class II directors nominated were elected to serve and (ii) the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015 was ratified. Set forth below are the voting results for each such matter.

*Proposal 1 Election of Directors*

The following three Class II directors were elected to serve for three-year terms until the 2018 annual meeting of stockholders and until their respective successors are elected and qualified.

| Name                | Votes For  | Votes Withheld | Broker Non-Votes |
|---------------------|------------|----------------|------------------|
| Maxine Gowen, Ph.D. | 28,583,775 | 66,302         | 2,504,424        |
| Julie H. McHugh     | 28,583,745 | 66,332         | 2,504,424        |
| Jake R. Nunn        | 28,535,176 | 114,901        | 2,504,424        |

*Proposal 2 Ratification of the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2015.*

| For        | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 31,118,192 | 34,914  | 1,395   | 0                |

**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.

TREVENA, INC.

Date: May 21, 2015

By:

/s/ John M. Limongelli  
John M. Limongelli  
Sr. Vice President, General Counsel & Corporate  
Secretary