

ONCOSEC MEDICAL Inc  
Form 8-K  
April 18, 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 (Date of earliest event reported): **April 15, 2013**

**ONCOSEC MEDICAL INCORPORATED**

(Exact name of registrant as specified in its charter)

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

**000-54318**  
(Commission  
File Number)

**98-0573252**  
(I.R.S. Employer  
Identification No.)

**4690 Executive Drive, Suite 250**  
**San Diego, California, 92121**

(Address of principal executive offices)

Registrant's telephone number, including area code: **(855) 662-6732**

**Not Applicable**

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(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 April 15, 2013, OncoSec Medical Incorporated (the Company) held its 2013 Annual Meeting of Stockholders (the Annual Meeting) at the Company's principal executive offices located at 4690 Executive Drive, Suite 250, San Diego, CA 92121.

The final voting results on the matters presented at the Annual Meeting were as follows:

Proposal 1 to elect four directors to our Board of Directors to serve for a term of one year or until their successors are duly elected and qualified

| Directors         | For        | Withheld  | Broker Non-Votes |
|-------------------|------------|-----------|------------------|
| Dr. Avtar Dhillon | 34,828,149 | 4,054,692 | 48,228,456       |
| Dr. Anthony Maida | 34,919,289 | 3,963,552 | 48,228,456       |
| Dr. James DeMesa  | 34,913,289 | 3,969,552 | 48,228,456       |
| Punit Dhillon     | 34,752,759 | 4,130,082 | 48,228,456       |

Proposal 2 to ratify the appointment of Mayer Hoffman McCann P.C. as the Company's independent registered public accounting firm for the fiscal year ending July 31, 2013

| For        | Against   | Abstain | Broker Non-Vote |
|------------|-----------|---------|-----------------|
| 85,059,738 | 1,116,935 | 934,624 |                 |

Proposal 3 to approve an amendment to the Company's 2011 Stock Incentive Plan (the Plan) to authorize the issuance of an additional 3,800,000 shares of common stock under the Plan

| For        | Against   | Abstain | Broker Non-Vote |
|------------|-----------|---------|-----------------|
| 35,421,962 | 3,189,397 | 271,482 | 48,228,456      |

Proposal 4 to approve, on an advisory basis, the compensation of the Company's named executive officers

| For        | Against   | Abstain | Broker Non-Vote |
|------------|-----------|---------|-----------------|
| 36,117,012 | 2,444,045 | 321,784 | 48,228,456      |

Proposal 5 to approve, on an advisory basis, a three year frequency of holding a stockholder advisory vote on the compensation of the Company's executive officers

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| <b>1 Year</b> | <b>2 Years</b> | <b>3 Years</b> | <b>Abstain</b> |
|---------------|----------------|----------------|----------------|
| 2,676,414     | 1,059,768      | 34,844,315     | 302,344        |

In consideration of the results of the stockholder vote on Proposal 5 set forth above, the Board of Directors of the Company has determined to hold a stockholder advisory vote on the compensation of the Company's executive officers once every three years.

**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.

**ONCOSEC MEDICAL INCORPORATED**

Dated: April 18, 2013

By:

/s/ Punit Dhillon

Name: Punit Dhillon

Title: President & Chief Executive Officer