

GALECTIN THERAPEUTICS INC
Form 8-K
June 20, 2016

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 15, 2016

GALECTIN THERAPEUTICS INC.
(Exact name of registrant as specified in its charter)

Nevada
(State or Other Jurisdiction

001-31791
(Commission

04-3562325
(IRS Employer

of Incorporation)

File Number)

Identification No.)

4960 PEACHTREE INDUSTRIAL BOULEVARD, Ste 240

NORCROSS, GA 30071

(Address of principal executive office) (zip code)

Registrant's telephone number, including area code: (678) 620-3186

N/A

(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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) On June 15, 2016, Galectin Therapeutics Inc. (the Company) entered into Retention Bonus Letter Agreements (the Agreements) with certain of its employees, including Jack W. Callicutt, the Company's Chief Financial Officer, and Harold H. Shlevin, Ph.D., the Company's Chief Operating Officer.

The Agreements provide that the Company will pay (i) Mr. Callicutt \$50,000 if he is still employed by the Company on March 1, 2017 or if he is terminated without Cause or resigns for Good Reason prior to March 1, 2017, and (ii) Dr. Shlevin \$40,000 if he is still employed by the Company on March 1, 2017 or if he is terminated without Cause or resigns for Good Reason prior to March 1, 2017.

The foregoing description of the Agreements is qualified in its entirety by reference to the full and complete text of the Agreements, forms of which is attached hereto as Exhibits 10.1 and 10.2.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit Number | Description |
|-----------------------|---|
| 10.1 | Jack W. Callicutt Retention Bonus Letter Agreement |
| 10.2 | Harold H. Shlevin, Ph.D. Retention Bonus Letter Agreement |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Galectin Therapeutics Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Galectin Therapeutics Inc.

Date: June 20, 2016

By: /s/ Jack W. Callicutt
Jack W. Callicutt

Chief Financial Officer