

CUMBERLAND PHARMACEUTICALS INC

Form 8-K

April 19, 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 19, 2013 (April 16, 2013)

Cumberland Pharmaceuticals Inc.

(Exact name of registrant as specified in its charter)

Tennessee

(State or other jurisdiction of
incorporation)

001-33637

(Commission File Number)

62-1765329

(I.R.S. Employer Identification No.)

2525 West End Avenue, Suite 950,
Nashville, Tennessee

(Address of principal executive
offices)

37203

(Zip Code)

Registrant's telephone number, including area code:

(615) 255-0068

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.

On April 16, 2013, the annual meeting of shareholders of Cumberland Pharmaceuticals Inc. (the "Company") was held in Nashville, Tennessee. The following matters were voted upon and approved by the Company's shareholders:

- (1) the election of three (3) Class III Directors to the Board of Directors; and
- (2) the ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013.

The voting results were as follows:

| | For | Against | Withheld | Abstentions | Broker Non-Votes |
|--|------------|---------|----------|-------------|---------------------|
| A.J. Kazimi | 11,338,230 | — | 459,826 | — | 4,380,555 |
| Martin E. Cearnal | 11,229,437 | — | 568,619 | — | 4,380,555 |
| Gordon R. Bernard | 11,137,598 | — | 660,458 | — | 4,380,555 |
| Appointment of KPMG LLP as the Company's independent registered public accounting firm | 16,112,316 | 66,048 | — | 247 | — |

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.

April 19, 2013

Cumberland Pharmaceuticals Inc.

By: Rick S. Greene

Name: Rick S. Greene

Title: Chief Financial Officer