

PAIN THERAPEUTICS INC  
Form 8-K  
May 16, 2014

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 16, 2014 (May 16, 2014)

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Pain Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

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Delaware	000-29959	91-1911336
(State or other jurisdiction)	(Commission)	(I.R.S. Employer)



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

The Annual Meeting of Stockholders of Pain Therapeutics, Inc. was held on May 16, 2014. Of the 45,536,979 shares of our common stock entitled to vote at the meeting, 38,440,347 shares, representing approximately 84% of the total votes eligible to be cast, were represented at the meeting in person or by proxy, constituting a quorum. The voting results are presented below.

Proposal One - To elect Robert Z. Gussin, Ph.D. and Saira Ramasastry as Class II Directors to serve for three-year terms and until their successors are duly elected and qualified:

Director	For	Withheld	Broker Non Vote
Robert Z Gussin, Ph.D.	15,969,162	12,477,690	9,993,495
Saira Ramasastry	18,050,504	10,396,348	9,993,495

Proposal Two - To ratify the selection of Ernst & Young LLP as the independent registered public accounting firm for the Company for the fiscal year ending December 31, 2014:

For	Against	Abstain
38,251,620	117,193	71,534

Proposal Three - To approve, by a non-binding advisory vote, the 2013 executive compensation for the Company's executive officers:

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For	Against	Abstain	Broker Non Vote
14,536,641	13,036,949	873,262	9,993,495

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SIGNATURE

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 thereunto duly authorized.

PAIN THERAPEUTICS, INC.

a Delaware corporation

Date: May 16, 2014

By:/s/ Peter S. Roddy

Peter S. Roddy

Vice President and Chief Financial Officer

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