

GenMark Diagnostics, Inc.
Form 8-K
May 27, 2011

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): May 25, 2011

GENMARK DIAGNOSTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-34753
(Commission
File Number)

27-2053069
(I.R.S. Employer
Identification No.)

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5964 La Place Court, Suite 100

Carlsbad, California
(Address of principal executive offices)

92008
(Zip Code)

760-448-4300

(Registrant's telephone number, including area code)

(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 5.07 Submission of matters to a Vote of Security Holders.

The following matters were voted upon at the Annual Meeting of Stockholders of GenMark Diagnostics, Inc. (the Company), held on May 25, 2011, at 8:00 a.m:

- To elect two members of the Board. The stockholders elected two Class I directors to hold office until the 2014 Annual Meeting of Stockholders, or until their successors are duly elected and qualified or until their earlier death, resignation or removal, by the following votes:

Name of Directors Elected	For	Withhold
Daryl Faulkner	5,689,858	1,151,497
James Fox, Ph.D.	5,689,858	1,151,497

The following individuals are continuing directors with terms expiring upon the 2012 Annual Meeting of Stockholders: Hany Massarany and Kevin C. O Boyle.

The following individual is a continuing director with a term expiring upon the 2013 Annual Meeting of Stockholders: Christopher Gleeson.

- To ratify the appointment of Deloitte & Touche LLP to serve as the independent registered public accountant for the 2011 fiscal year. The proposal was approved by the following vote:

	For	Against	Abstain	Broker
	9,513,567	9	7	Non-Votes 0

- To vote on an advisory (non-binding) basis on the compensation of our named executive officers. The proposal was approved by the following vote:

	For	Against	Abstain	Broker
	6,840,408	646	301	Non-Votes 2,672,228

- To vote on an advisory (non-binding) basis on the frequency of an advisory vote on executive compensation in the future. The vote of every One Year received the largest number of votes, as indicated below:

	One Year	Two Years	Three Years	Abstain	Broker
	3,201,866	35,512	319,979	3,283,978	Non-Votes 2,672,228

Based on these voting results, the Company's board of directors determined to hold an advisory vote on the compensation of its named executive officers every year until the next stockholder vote on the frequency of stockholder votes on the compensation of the Company's named executive officers. A stockholder vote on the frequency of stockholder votes on the compensation of named executive officers is required to be held at least once every six 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.

Date: May 27, 2011

GenMark Diagnostics, Inc.

/s/ **Paul Ross**

Paul Ross

Chief Financial Officer

(principal financial and

accounting officer)