

GALECTIN THERAPEUTICS INC
Form 8-K
January 08, 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): **January 6, 2016**

GALECTIN THERAPEUTICS INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or Other Jurisdiction

001-31791
(Commission File Number)

04-3562325
(IRS Employer

of Incorporation)

Identification No.)

4960 PEACHTREE INDUSTRIAL BOULEVARD, Ste 240

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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 1.02 Termination of a Material Definitive Agreement.

Item 5.02(b) below is hereby incorporated by reference in this Item 1.02

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

(b) On January 6, 2015, the Board of Directors of Galectin Therapeutics Inc. (the Company) removed Mr. James C. Czirr from his position as Executive Chairman and elected Dr. Marc Rubin, a current director of the Company, as Chairman of the Board. Mr. Czirr will continue to serve as a director of the Company. In connection with his removal as Executive Chairman, the Company terminated Mr. Czirr's Employment Agreement effective January 6, 2016. The Employment Agreement was filed as an exhibit to our Form 8-K filed on July 5, 2011, and is incorporated herein by reference.

Item 8.01 Other Events

On January 8, 2016, the Company issued a press release announcing the election of Dr. Marc Rubin as Chairman of the Board of Directors of the Company, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit Number | Description |
|---------------------------|--------------------|
| 99.1 | Pressrelease |

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: January 8, 2016

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

Chief Financial Officer