

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): November 8, 2002

Celsion Corporation

(Exact Name of Registrant as Specified in Charter)

Delaware

000-14242

52-1256615

(State or Other Jurisdiction
of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

10220-I Old Columbia Road, Columbia, Maryland

21046-1705

(Address of principal executive office)

(Zip Code)

Registrant's telephone number, including area code: (410) 290-5390

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events

On November 11, the Company issued a press release reporting that, at a Special Meeting held on November 8, 2002, its stockholders approved an amendment to the Company's charter increasing the number of authorized shares of common stock from 150 million to 200 million. A copy of the press release is attached as Exhibit 99.1 to this Report on Form 8-K.

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 thereunto duly authorized.

CELSION CORPORATION

Date: November 11, 2002

By: /s/ Anthony P. Deasey

Anthony P. Deasey
Executive Vice President - Finance
and Administration and
Chief Financial Officer

EXHIBIT INDEX

Exhibit	Description
99.1	Press Release dated November 11, 2002.

For Further Information Contact:

Tony Deasey	Ira Weingarten/Steve Chizzik	Frank Benadetto
Celsion Corporation	Equity Communications	Mirador Consulting
410.290.5390	888.530.7051	877.647.2367 (Mirador)
tony@celsion.com	equity@silcom.com	fb@miradorconsulting.com

CELSION SHAREHOLDERS APPROVE INCREASE IN COMMON SHARE AUTHORIZATION

Columbia, MD - November 11, 2002: CELSION CORPORATION (AMEX:CLN) today announced that at a Special Meeting held on Friday, November 8, 2002, its stockholders approved a charter amendment increasing the number of its authorized shares of common stock from 150 to 200 million.

About Celsion: Celsion Corporation, based in Columbia, Maryland, is a research and development company dedicated to commercializing medical treatment systems for cancer and other diseases using focused-heat technology delivered by patented microwave technology. Celsion has research, license or commercialization agreements with leading institutions such as Duke University Medical Center, Massachusetts Institute of Technology, Harbor UCLA Medical Center, the Center for Breast Surgery at Columbia Hospital in Florida, Montefiore Medical Center, Memorial Sloan Kettering Cancer Center in New York, Roswell Park Cancer Institute in Buffalo, New York, and Duke University. For more information on Celsion, visit our website: <http://www.celsion.com>.

Forward-looking statements in this release are made pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Investors are cautioned that such forward-looking statements involve risks and uncertainties including, without limitation, unforeseen changes in the course of research and development activities and in clinical trials; possible changes in cost and timing of development and testing, capital structure, and other financial items; changes in approaches to medical treatment; introduction of new products by others; possible acquisitions of other technologies, assets or businesses; possible actions by customers, suppliers, competitors, regulatory authorities; and other risks detailed from time to time in the Company's periodic reports filed with the Securities and Exchange Commission.

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