

**UNITED STATES  
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): June 4, 2021 (June 4, 2021)

**CELSION CORPORATION**  
(Exact name of registrant as specified in its Charter)

|   |  |  |
|---|--|--|
| Delaware<br>(State or other jurisdiction<br>of incorporation)                             | 001-15911<br>(Commission<br>File Number) | 52-1256615<br>(IRS Employer<br>Identification No.) |
| 997 Lenox Drive, Suite 100, Lawrenceville, NJ<br>(Address of principal executive offices) |  | 08648-2311<br>(Zip Code)                           |

(609) 896-9100  
(Registrant's telephone number, including area code)

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))

Securities registered pursuant to Section 12(b) of the Act

| Title of each class                      | Trading symbol(s) | Name of each exchange on which registered |
|--|-------------------|---|
| Common stock, par value \$0.01 per share | CLSN              | Nasdaq Capital Market                     |

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§ 230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§ 240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01 Other Events**

On June 4, 2021, the Company announced that its 2021 Annual Meeting of Stockholders, originally scheduled for today, Friday, June 4, 2021 at 10:00 a.m., was adjourned and reconvened to 4:00 p.m. today, Friday, June 4, 2021, due to lack of the required quorum. Stockholders will be able to attend the reconvened Annual Meeting virtually at [www.virtualshareholdermeeting.com/CLSN2021](http://www.virtualshareholdermeeting.com/CLSN2021).

The close of business on April 5, 2021 will continue to be the record date for the determination of stockholders of the Company entitled to vote at the Annual Meeting.

On June 4, 2021, the Company issued a press release announcing the adjournment of the 2021 Annual Meeting of Stockholders. A copy of the press release is attached hereto as Exhibit 99.1, and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit<br/>No.</b> | <b>Description</b>  |
|------------------------|---|
| 99.1                   | <a href="#">Press Release, dated June 4, 2021, announcing adjournment of the Annual Meeting</a> |

**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.

**CELSION CORPORATION**

Dated: June 4, 2021

By: */s/ Jeffrey W. Church*

Jeffrey W. Church

Executive Vice President and Chief Financial Officer

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## CELSION CORPORATION ANNOUNCES ADJOURNMENT OF ANNUAL MEETING

*49% of Shares Voted, Quorum Not Established To Hold Annual Meeting*

*Polls Remain Open*

*Stockholders Holding Unvoted Proxies Are Strongly Encouraged to Vote Their Shares*

**LAWRENCEVILLE, N.J.**, June 4, 2021 — Celsion Corporation (NASDAQ: CLSN), a clinical-stage development company focused on DNA-based immunotherapy and next-generation vaccines, announced that its 2021 Annual Meeting of Stockholders, originally scheduled for today, Friday, June 4, 2021 at 10:00 a.m., was adjourned and reconvened to 4:00 p.m. today, Friday, June 4, 2021, due to lack of the required quorum. Stockholders will be able to attend the reconvened Annual Meeting virtually at [www.virtualshareholdermeeting.com/CLSN2021](http://www.virtualshareholdermeeting.com/CLSN2021).

### **About Celsion Corporation**

Celsion is a fully integrated, clinical stage biotechnology company focused on advancing a portfolio of innovative cancer treatments, including immunotherapies and DNA-based therapies; and a platform for the development of nucleic acid vaccines currently focused on SARS-CoV2. The company's product pipeline includes GEN-1, a DNA-based immunotherapy for the localized treatment of ovarian cancer. ThermoDox<sup>®</sup>, a proprietary heat-activated liposomal encapsulation of doxorubicin, is under investigator-sponsored development for several cancer indications. Celsion also has two platform technologies for the development of novel nucleic acid-based immunotherapies and other anti-cancer DNA or RNA therapies. Both are novel synthetic, non-viral vectors with demonstrated capability in nucleic acid cellular transfection. For more information on Celsion, visit [www.celsion.com](http://www.celsion.com).

### **Forward-Looking Statements**

Forward-looking statements in this news release are made pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Readers are cautioned that such forward-looking statements involve risks and uncertainties including, without limitation, statements relating to the offering and the use of proceeds therefrom, unforeseen changes in the course of research and development activities and in clinical trials; the uncertainties of and difficulties in analyzing interim clinical data, particularly in small subgroups that are not statistically significant; FDA and regulatory uncertainties and risks; the significant expense, time and risk of failure of conducting clinical trials; the need for Celsion to evaluate its future development plans; possible acquisitions or licenses of other technologies, assets or businesses; possible actions by customers, suppliers, competitors or regulatory authorities; and other risks detailed from time to time in the Celsion's periodic filings with the Securities and Exchange Commission. Celsion assumes no obligation to update or supplement forward-looking statements that become untrue because of subsequent events, new information or otherwise.

### **Celsion Investor Contact**

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