

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 26, 2019

**DELMAR PHARMACEUTICALS, INC.**

(Exact Name of Registrant as Specified in its Charter)

Nevada

(State or Other Jurisdiction  
of Incorporation)

001-37823

(Commission File Number)

99-0360497

(IRS Employer  
Identification No.)

Suite 720-999 West Broadway  
Vancouver, British Columbia  
Canada V5Z 1K5

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (604) 629-5989

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 (17CFR 240.14d-2(b))  
 Pre-commencement communications pursuant to Rule 13-e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company 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.

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	DMPI	The Nasdaq Capital Market

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Changes in Fiscal Year.**

On June 26, 2019, DelMar Pharmaceuticals, Inc. (the “Company”) amended its articles of incorporation, as amended (the “Articles of Incorporation”), to increase the number of authorized shares of common stock, par value of \$0.001 per share (“Common Stock”) to 95,000,000 shares. The Articles of Incorporation were amended by deleting Article 2 thereof in its entirety and inserting the following:

NUMBER OF SHARES WITH PAR VALUE:  
95,000,000 COMMON - \$0.001 PAR VALUE  
5,000,000 PREFERRED - \$0.001 PAR VALUE

The Certificate of Amendment to the Articles of Incorporation of the Company dated June 26, 2019, filed with the Secretary of State of the State of Nevada, is attached to this report as Exhibit 3.1 and is incorporated herein by reference.

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

On June 26, 2019, the Company held its Annual Meeting of Stockholders (the “Annual Meeting”). The matters voted on at the Annual Meeting were: (i) the election of directors, (ii) adoption of an amendment to the Articles of Incorporation, to increase the number of Common Stock to 95,000,000 shares, and (iii) the ratification of the appointment of the Company’s independent registered public accounting firm. The final voting results were as follows:

1. The proposal to elect the following nominees, Robert E. Hoffman, Saiid Zarrabian, John K. Bell, Lynda Cranston, Napoleone Ferrara and Robert J. Toth, Jr., as directors of the Company to hold office until the next annual meeting and until his or her successor has been duly elected and qualified, or, if sooner, until the director’s death, resignation or removal.

The votes were cast with respect to this matter as follows:

	FOR	WITHHELD	BROKER NON-VOTES
Robert E. Hoffman	11,220,590	1,438,939	9,604,739
Saiid Zarrabian	11,061,743	1,597,786	9,604,739
John K. Bell	11,565,413	1,094,116	9,604,739
Lynda Cranston	11,105,644	1,553,885	9,604,739
Napoleone Ferrara	11,253,470	1,406,059	9,604,739
Robert J. Toth, Jr.	10,887,988	1,771,541	9,604,739

The stockholders elected each nominee as a director of the Company.

2. The proposal to adopt an amendment to the Articles of Incorporation to increase the number of authorized shares of Common Stock to 95,000,000 shares.

The votes were cast with respect to this matter as follows:

FOR	AGAINST	ABSTAIN
14,356,381	7,348,960	558,927

The stockholders approved the proposal to adopt the amendment to the Articles of Incorporation.

3. The proposal to ratify the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the Company’s fiscal year ending June 30, 2019 was approved based upon the following votes:

FOR	AGAINST	ABSTAIN
20,817,447	1,118,139	328,681

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

Exhibit No.	Description
3.1	<a href="#">The Certificate of Amendment to the Articles of Incorporation, as amended, of DelMar Pharmaceuticals Inc., dated June 26, 2019.</a>

**SIGNATURE**

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.

DELMAR PHARMACEUTICALS, INC.

Date: June 28, 2019

By: /s/ Scott Prail  
Scott Prail  
Chief Financial Officer



**BARBARA K. CEGAVSKE**  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 (775) 684-5708  
 Website: www.nvsos.gov

Filed in the office of <i>Barbara K. Cegavske</i>	Document Number <b>20190273398-74</b>
Barbara K. Cegavske Secretary of State State of Nevada	Filing Date and Time <b>06/26/2019 11:28 AM</b>
	Entity Number <b>E0341392009-0</b>

**Certificate of Amendment**  
 (PURSUANT TO NRS 78.385 AND 78.390)

USE BLACK INK ONLY - DO NOT HIGHLIGHT ABOVE SPACE IS FOR OFFICE USE ONLY

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
 (Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)

1. Name of corporation:

DelMar Pharmaceuticals, Inc.

2. The articles have been amended as follows: (provide article numbers, if available)

ARTICLE 2 (AUTHORIZED STOCK - NUMBER OF SHARES CORPORATION IS AUTHORIZED TO ISSUE) IS AMENDED IN ITS ENTIRETY TO READ AS FOLLOWS:  
 NUMBER OF SHARES WITH PAR VALUE:  
 95,000,000 COMMON - \$0.001 PAR VALUE  
 5,000,000 PREFERRED - \$0.001 PAR VALUE

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation\* have voted in favor of the amendment is: 14,356,381

4. Effective date and time of filing: (optional)

Date:  Time:   
 (must not be later than 90 days after the certificate is filed)

5. Signature: (required)

x *Sam Z...*  
 Signature of Officer

\*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless to limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

*This form must be accompanied by appropriate fees.*

Nevada Secretary of State Amend Profit-After  
 Revised: 1-5-15