

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): **April 8, 2022**

Enzo Biochem, Inc.
(Exact Name of Registrant as Specified in Its Charter)

New York
(State or Other Jurisdiction of Incorporation)

001-09974
(Commission File Number)

13-2866202
(IRS Employer
Identification No.)

527 Madison Avenue
New York, New York
(Address of Principal Executive Offices)

10022
(Zip Code)

(212) 583-0100
(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))

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

| Title of Each Class | Trading Symbol | Name of Each Exchange on Which Registered |
|-------------------------------|----------------|---|
| Common Stock, \$.01 par value | ENZ | The New York Stock Exchange |

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-1 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 5.07 Submission of Matters to a Vote of Security Holders.

On April 8, 2022, Enzo Biochem, Inc. (the "Company") reconvened its 2021 Annual Meeting of Shareholders (the "Annual Meeting"), which had previously been adjourned on March 31, 2022 to give the Company additional time to solicit votes in favor of the six sub-proposals to Proposal 1 to amend the Company's Certificate of Incorporation. At the reconvened Annual Meeting, the holders of 81% of the total shares of the Company's common stock entitled to vote were represented in person or by proxy constituting a quorum.

Approval of Proposal 1 required the affirmative vote of the holders of at least 80% of the combined voting power of the outstanding shares of common stock. Each of the six sub-proposals to Proposal 1 were approved. The amendments to the Certificate of Incorporation will become effective upon the Company's filing of a Certificate of Amendment with the Secretary of State of the State of New York.

For each sub-proposal to Proposal 1, the stockholder voting results were as follows:

- (a) To change the purpose of the Company to carry on any lawful business:

| | VOTES | | |
|--|------------|---------|---------|
| | FOR | AGAINST | ABSTAIN |
| | 38,868,073 | 266,242 | 84,198 |

- (b) To declassify the Board:

VOTES

| FOR | AGAINST | ABSTAIN |
|------------|----------------|----------------|
| 38,862,014 | 292,461 | 64,038 |

(c) To remove Article 7 regarding the Company's first accounting period for 1976:

VOTES

| FOR | AGAINST | ABSTAIN |
|------------|----------------|----------------|
| 38,930,275 | 184,942 | 103,296 |

(d) To change the required shareholder vote for approval of mergers, asset sales, and dissolution from two-thirds vote to majority vote:

VOTES

| FOR | AGAINST | ABSTAIN |
|------------|----------------|----------------|
| 38,828,714 | 311,913 | 77,886 |

(e) To change the required shareholder vote for amendments to the Certificate of Incorporation to a majority vote:

VOTES

| FOR | AGAINST | ABSTAIN |
|------------|----------------|----------------|
| 38,871,316 | 312,294 | 34,903 |

(f) To change the required vote for amendments to the Company's Amended and Restated By-Laws to either majority board approval or majority shareholder approval:

VOTES

| FOR | AGAINST | ABSTAIN |
|------------|----------------|----------------|
| 38,817,069 | 363,144 | 38,300 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: April 8, 2022

ENZO BIOCHEM, INC.

By: /s/ David Bench
David Bench
Chief Financial Officer, Senior Vice President, Treasurer, and
Corporate Secretary
