
**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): September 27, 2011

LECTEC CORPORATION

(Exact name of registrant as specified in its charter)

Minnesota <small>(State or other Jurisdiction of Incorporation)</small>	0-16159 <small>(Commission File Number)</small>	41-1301878 <small>(IRS Employer Identification No.)</small>
1407 South Kings Highway, Texarkana, Texas <small>(Address of Principal Executive Offices)</small>		75501 <small>(Zip Code)</small>

Registrant's telephone number, including area code: **(903) 832-0993**

Not Applicable
(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:

- 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))
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Item 5.07 Submission of Matters to a Vote of Security Holders.

On September 27, 2011, LecTec Corporation (the “Company”) held its 2011 Annual Meeting of Shareholders (the “Annual Meeting”) at the Marriott Minneapolis West in St. Louis Park, Minnesota. Gregory G. Freitag, Chief Executive Officer of the Company, presided. At the Annual Meeting, the Company’s shareholders approved each of the following proposals set forth in the Company’s Proxy Statement/Prospectus which was filed with the Securities and Exchange Commission and mailed to shareholders on September 6, 2011.

Proposal 1:

The Company’s shareholders approved the Company’s entry into the Agreement and Plan of Merger, dated as of May 31, 2011, by and among the Company, Nerve Merger Sub Corp., a subsidiary of the Company (“Merger Sub”), and AxoGen Corporation (“AxoGen”), as amended by Amendment No. 1 to Agreement and Plan of Merger, dated as of June 30, 2011, and Amendment No. 2 to Agreement and Plan of Merger, dated as of August 9, 2011, by and among the Company, Merger Sub and AxoGen (the “Merger Agreement”) and the consummation of the transactions contemplated thereby and the performance of the Company’s obligations under the Merger Agreement.

Votes For	Votes Against	Abstentions	Broker Non-Votes
2,330,868	55,891	1,382	1,267,582

Proposal 2:

The Company’s shareholders approved the amendment and restatement of the Company’s Articles of Incorporation to, among other things, increase the number of authorized shares of the Company’s capital stock from 15,000,000 to 50,000,000 and change the Company’s name to AxoGen, Inc.

Votes For	Votes Against	Abstentions	Broker Non-Votes
3,581,332	74,106	285	—

Proposal 3:

The Company’s shareholders approved the amendment and restatement of the Company’s bylaws.

Votes For	Votes Against	Abstentions	Broker Non-Votes
3,564,979	90,458	286	—

Proposal 4:

The Company’s shareholders elected each of the seven director nominees to a one-year term and until the director’s successor is elected and qualified (except in the case of earlier death, resignation or removal), subject to the closing of the merger pursuant to the Merger Agreement.

Name	Votes For	Votes Withheld	Abstentions	Broker Non-Votes
Gregory G. Freitag	2,331,550	56,591	—	—
Mark Gold	2,332,450	55,691	—	—
Jamie Grooms	2,333,800	54,341	—	—
John Harper	2,332,789	55,691	—	—
Joe Mandato	2,331,550	56,591	—	—
Robert J. Rudelius	2,265,675	122,466	—	—
Karen Zaderej	2,333,800	54,341	—	—

Proposal 5:

The Company's shareholders approved an amendment to the Company's 2010 Stock Incentive Plan (the "Plan") to, among other things, increase the number of shares of common stock authorized for issuance under the Plan by 2,300,000.

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
2,248,121	139,688	332	1,267,582

Proposal 6:

The Company's shareholders ratified the appointment of Lurie Besikof Lapidus & Company, LLP as the Company's independent registered public accounting firm for the year ending December 31, 2011.

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes</u>
3,648,050	4,463	3,210	—

Item 8.01. Other Events.

On September 28, 2011, the Company issued a press release announcing that the Company's shareholders had approved the Merger Agreement at the Annual Meeting. A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 Press Release of LecTec Corporation, dated September 28, 2011.

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.

LECTEC CORPORATION

By: /s/ Gregory G. Freitag
Gregory G. Freitag
Chief Executive Officer and
Chief Financial Officer

Date: September 29, 2011

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release of LecTec Corporation, dated September 28, 2011.

LecTec Corporation Announces Results of 2011 Shareholders Meeting

September 28, 2011

TEXARKANA, Texas—(BUSINESS WIRE)—**LecTec Corporation (OTCBB: LECT)** announced today that its 2011 Shareholders Meeting was successfully held on Tuesday, September 27, 2011. At the meeting, LecTec shareholders approved LecTec's entry into the Agreement and Plan of Merger, as amended, dated as of May 31, 2011, by and among LecTec, Nerve Merger Sub Corp., a subsidiary of LecTec, and AxoGen Corporation (the "Merger") and elected Gregory Freitag, Robert Rudelius, Karen Zaderej, Jamie Grooms, Dr. Mark Gold, John Harper and Joe Mandato as the new Board of Directors, subject to completion of the Merger. Shareholders also approved the amendment and restatement of LecTec's Articles of Incorporation, the amendment and restatement of LecTec's bylaws, the amendment and restatement of the LecTec 2010 Stock Incentive Plan and ratified the selection of Lurie Besikof Lapidus & Company, LLP as its independent registered public accounting firm for 2011.

Greg Freitag, LecTec's CEO stated: "This meeting represents another step forward toward the completion of the Merger. We anticipate the successful closing of the Merger by the end of the day September 30, 2011. The LecTec Board, the AxoGen team and I would like to thank the LecTec shareholders for their support of the transaction. We are all excited about the future success of our company and look forward to continuing AxoGen's mission of improving the lives of patients with peripheral nerve injuries."

About LecTec

LecTec is an intellectual property licensing and holding company whose primary strategy is to pursue a merger to leverage its cash asset and improve shareholder value and liquidity. The Company has identified AxoGen Corporation as a candidate to fulfill this strategy through the Merger. LecTec's intellectual property portfolio contains domestic and international patents based on its original hydrogel patch technology and patent applications on a hand sanitizer patch. The Company also has a licensing agreement with Novartis Consumer Health, Inc. ("Novartis"), under which the Company receives royalties from time to time based upon a percentage of Novartis's net sales of licensed products. LecTec has settled its previous patent infringement legal action against five defendants and on May 9, 2011 sold a significant portion of its hydrogel patch intellectual property to Endo Pharmaceuticals Inc. Such actions have ended LecTec's current pursuit of legal action regarding its intellectual property. LecTec's anti-microbial hand sanitizer patch is intended to be dry, thereby rendering the patch harmless in the event that it is licked, chewed, or exposed to the eye. An initial prototype of the hand sanitizer patch has been developed and the Company is exploring the engagement of a strategic partner to complete its hand sanitizer patch development. An effort to monetize the remainder of LecTec's intellectual property has been ongoing, however, additional value, if any, is not expected to be material.

LecTec was organized in 1977 as a Minnesota corporation and went public in December 1986. The Company's principal executive office is located at 1407 South Kings Highway, Texarkana, Texas 75501, its telephone number is (903) 832-0993, its corporate internet website is www.lectec.com, and the Company's common stock trades on the Over-the-Counter Bulletin Board under the symbol "LECT."

About AxoGen

AxoGen is a private regenerative medicine company focused on the development and commercialization of technologies for peripheral nerve reconstruction and regeneration. Every day people suffer traumatic injuries or undergo surgical procedures that impact the function of their peripheral nerves. Peripheral nerves provide the pathways for both motor and sensory signals throughout the body and their damage can result in the loss of function and feeling. In order to improve surgical reconstruction and regeneration of peripheral nerves, AxoGen has developed and licensed patented and patent-pending technologies, which are used in its portfolio of products. This portfolio includes the Avance® Nerve Graft which AxoGen believes is the first and only commercially available allograft nerve for bridging nerve discontinuities (a gap created when the nerve is severed). AxoGen's portfolio also includes the AxoGuard® Nerve Connector, a coaptation aid allowing for close approximation of severed nerves, and the AxoGuard® Nerve Protector that protects nerves during the body's healing process after surgery. AxoGen is bringing the science of nerve repair to life with over 6,000 surgical implants of AxoGen products performed in hospitals and surgery centers across the United States, including military hospitals serving U.S. service men and women.

AxoGen is a registered tissue establishment with the FDA.

Visit AxoGen at: www.axogeninc.com

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Cautionary Statements

This press release contains forward-looking statements concerning possible or anticipated future results of operations or business developments which are typically preceded by the words "believes," "wants," "expects," "anticipates," "intends," "will," "may," "should," or similar expressions. Such forward-looking statements are subject to risks and uncertainties which could cause results or developments to differ materially from those indicated in the forward-looking statements. Such risks and uncertainties include, but are not limited to, the risk that the proposed merger with AxoGen is delayed or not consummated, LecTec's dependence on royalty payments from Novartis, which is selling an adult vapor patch licensed from LecTec, LecTec's dependence on key personnel and members of its Board of Directors, the issuance of new accounting pronouncements, information disseminated on internet message boards from posters expressing opinions that may or may not be factual, the availability of opportunities for license, sale or strategic partner agreements related to patents that LecTec holds, limitations on merger and acquisition opportunities, and other risks and uncertainties detailed from time to time in LecTec's filings with the SEC, and particularly as described in the "Risk Factors" included in LecTec's Registration Statement on Form S-4 (the "Registration Statement") which was recently declared effective by the SEC.

Contacts

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