

Orgenesis Inc.  
Form 8-K  
May 31, 2012

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**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) **May 2, 2012**

**ORGENESIS INC.**

(Exact name of registrant as specified in its charter)

**Nevada**  
(State or other jurisdiction  
of incorporation)

**000-54329**  
(Commission  
File Number)

**980583166**  
(IRS Employer  
Identification No.)

**21 Sparrow Circle, White Plains, NY 10605**  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **+972.4.824.2051**

**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:

- 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 Entry Into A Material Definitive Agreement**

**1.01**  
Effective May 2, 2012 we entered into a letter agreement with the Investor Relations Group Inc. to provide investor relations to our company. Under the terms of the investor relations agreement, IRG will be paid a monthly retainer of US \$7,000 plus out of pocket expenses.

The investor relations agreement will terminate on October 2, 2012 unless renewed by the agreement of either party.

A copy of the investor relations agreement is attached as exhibit 10.1 to this current report on Form 8-K.

**Item Financial Statements and Exhibits.**

**9.01**

(d) *Exhibits.*

Exhibit Description

10.1 Letter Agreement with the Investor Relations Group Inc. dated May 2, 2012

**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.

**ORGENESIS INC.**

By:

/s/ Jacob Ben Arie

Jacob Ben Arie

Chief Executive Officer and President

May 31 2012

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