CALLISTO PHARMACEUTICALS INC
Form 8-K
January 03, 2013

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): **January 3, 2013**

Callisto Pharmaceuticals, Inc.

(Exact name of Registrant as specified in its charter)

Delaware	**001-32325**	**33-3894575**
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification No.)

420 Lexington Avenue, Suite 1609 **New York, NY** (Address of principal executive offices)	**10170** (Zip code)

(212) 297-0010

(Registrant s telephone number including area code)

N/A

(Former name and 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):

x Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

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

Item 8.01 Other Events

On January 3, 2013, Callisto Pharmaceuticals, Inc. (Callisto), commenced its Special Meeting of Stockholders as previously scheduled and adjourned its Special Meeting of Stockholders until Monday, January 14, 2013 at 1:00 p.m., Eastern Standard Time. The Special Meeting of Stockholders was adjourned in order to provide stockholders reasonable time to consider the recent announcement by Synergy Pharmaceuticals Inc (Synergy) of the results of its Phase IIb/III clinical trial.

The reconvened Special Meeting of Stockholders will be held at Callisto s offices at 420 Lexington Avenue, Suite 1609, New York, New York 10170. Stockholders who have already voted do not need to recast their votes. Proxies previously submitted in respect of the meeting will be voted at the adjourned meeting unless properly revoked. Given the adjournment, proxies may now be received by our registrar and transfer agent, Philadelphia Stock Transfer Inc., no later than January 13, 2013 at 11:59 p.m. (Eastern Standard Time).

A copy of the press release announcing the results of the Special Meeting is attached hereto as exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

The following exhibits are furnished as part of this Current Report on Form 8-K:

(d) Exhibits.

99.1 Press Release dated January 3, 2013

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.

CALLISTO PHARMACEUTICALS, INC.

Date: January 3, 2013

By: /s/ Gary S. Jacob
Name: Gary S. Jacob, PhD
Title: Chief Executive Officer

2