

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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**FORM 8-K**  
**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934**

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Date of Report (Date of earliest event reported): May 20, 2014

**PROPHASE LABS, INC.**  
(Exact name of Company as specified in its charter)

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

**0-21617**  
(Commission  
File Number)

**23-2577138**  
(I.R.S. Employer  
Identification No.)

**621 N. Shady Retreat Road**  
**Doylestown, PA**  
(Address of principal executive offices)

**18901**  
(Zip Code)

Company's telephone number, including area code: **(215) 345-0919**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Company 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))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

At the 2014 Annual Meeting of Stockholders of ProPhase Labs, Inc. (the “Company”), held on May 20, 2014, two proposals were submitted to and approved by the stockholders. The proposals are described in detail in the Company’s Definitive Proxy Statement on Schedule 14A filed with the U.S. Securities and Exchange Commission on April 9, 2014. The final results for the votes regarding each proposal are set forth below.

1. Stockholders elected six directors to the Company’s Board of Directors to hold office for a one-year term until the annual meeting of stockholders in 2015 and until their successors are elected and qualified. The votes regarding this proposal were as follows:

	<u>For</u>	<u>Withheld</u>	<u>Abstained</u>	<u>Broker Non-Votes</u>
Ted Karkus	7,629,124	3,626,134	-	3,983,380
Mark Burnett	7,690,273	3,564,985	-	3,983,380
Mark Frank	7,690,824	3,564,434	-	3,983,380
Louis Gleckel, MD	7,682,424	3,572,834	-	3,983,380
Mark Leventhal	7,690,123	3,565,135	-	3,983,380
James McCubbin	7,690,873	3,564,385	-	3,983,380

2. Stockholders ratified the selection of EisnerAmper LLP as independent registered public accounting firm for the fiscal year ending December 31, 2014. The votes regarding this proposal were as follows:

<u>For</u>	<u>Against</u>	<u>Abstained</u>	<u>Broker Non-Votes</u>
11,731,012	3,479,348	28,278	-

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

**ProPhase Labs, Inc.**

By: /s/ Ted Karkus

Name: Ted Karkus

Title: Chairman of the Board and Chief Executive Officer

Date: May 21, 2014

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