

SARATOGA RESOURCES INC /TX  
Form 8-K  
June 20, 2012

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): June 18, 2012

**SARATOGA RESOURCES, INC.**  
(Exact name of registrant as specified in Charter)

**Texas**  
(State or other jurisdiction of  
incorporation or organization)

**0-27563**  
(Commission  
File No.)

**76-0314489**  
(IRS Employer Identification No.)

**7500 San Felipe, Suite 675**

**Houston, Texas 77063**  
(Address of Principal Executive Offices)(Zip Code)

**713-458-1560**  
(Issuer Telephone number)

(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 obligations 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)

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

On June 18, 2012, Saratoga Resources, Inc. (the Company) held its Annual Meeting of shareholders. Five proposals were voted on at the meeting: (1) the election of directors to serve until the Company's 2013 Annual Meeting of shareholders, (2) approval on an advisory basis of executive compensation, (3) selection on an advisory basis of the frequency of votes on executive compensation, (4) approval of the Company's 2011 Omnibus Incentive Plan, and (5) ratification of the selection of MaloneBailey LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2012. Each of the proposals submitted to the shareholders was approved by the requisite vote, and annual advisory votes on executive compensation was approved and the vote with respect to each of the proposals was as follows:

*Proposal 1.* The nominees for election as director were elected to serve until the 2013 Annual Meeting of Stockholders and until their respective successors have been duly elected and qualified, or until such director's earlier resignation, removal or death. The result of the votes to elect the directors was as follows:

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
Thomas F. Cooke	18,609,530	64,980	3,636,368
Andrew C. Clifford	18,607,608	66,902	3,636,368
J.W. Bill Rhea IV	18,658,855	15,655	3,636,368
Rex H. White, Jr.	18,658,323	16,187	3,636,368
Kevin M. Smith	18,658,528	15,982	3,636,368

*Proposal 2.* The compensation of the named executive officers as disclosed in the Company's Proxy Statement was approved on an advisory basis by the votes set forth in the table below:

<b>Abstain and Broker</b>		
<b>Votes For</b>	<b>Votes Against</b>	<b>Non-Votes</b>
18,652,605	15,309	3,636,368

*Proposal 3.* The stockholders recommended, on an advisory basis, that the frequency of the stockholder vote to approve the compensation of the named executive officers every year by the votes set forth in the table below:

<b>One Year</b>	<b>Two Years</b>	<b>Three Years</b>
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18,626,197	31,412	14,996
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*Proposal 4.* The stockholders approved adoption of the 2011 Omnibus Incentive Plan by the vote set forth in the table below:

	<b>Abstain and Broker</b>	
<b>For</b>	<b>Against</b>	<b>Non-Votes</b>
18,642,937	20,734	3,647,207

*Proposal 5.* The appointment of MaloneBailey LLP as the Company's independent registered public accounting firm for fiscal 2012 was ratified by the stockholders by the votes set forth in the table below:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
22,295,948	9,433	5,497

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.

**SARATOGA RESOURCES, INC.**

Date: June 19, 2012

By: /s/ Michael O. Aldridge  
Michael O. Aldridge  
Chief Financial Officer