

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 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 22, 2012**

---

**Luna Innovations Incorporated**

(Exact name of registrant as specified in its charter)

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

**000-52008**  
(Commission  
File Number)

**54-1560050**  
(IRS Employer  
Identification No.)

**1 Riverside Circle, Suite 400**  
**Roanoke, Virginia 24016**  
(Address of principal executive offices, including zip code)

**540-769-8400**  
(Registrant's telephone number, including area code)

(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 (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))

---

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

At the 2012 Annual Meeting of Stockholders of Luna Innovations Incorporated (the “*Company*”) held on May 22, 2012, the Company’s stockholders approved the following two matters, as proposed in the proxy materials filed with the Securities and Exchange Commission on April 20, 2012.

*Election of Directors*

My E. Chung and Neil D. Wilkin, Jr. were elected as Class III directors of the Company to serve until the 2015 Annual Meeting of Stockholders as follows:

	<u>For</u>	<u>Withhold</u>	<u>Broker Non-Votes</u>
My E. Chung	6,678,754	503,208	4,113,236
Neil D. Wilkin, Jr.	6,674,176	507,786	4,113,236

*Ratification of Selection of Independent Auditors*

The ratification of the selection of Grant Thornton LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2012 was approved as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
11,261,926	17,155	16,117

---

**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.

**Luna Innovations Incorporated**

By: /s/ Talfourd H. Kemper, Jr.  
Talfourd H. Kemper, Jr.  
Vice President and General Counsel

Date: May 24, 2012