

Celsion CORP  
Form 8-K  
February 22, 2013

**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): February 22, 2013**

**CELSION CORPORATION**

**(Exact name of registrant as specified in its Charter)**

**Delaware**                      **001-15911**      **52-1256615**  
**(State or other jurisdiction**   **(Commission**   **(IRS Employer**  
**of incorporation)**              **File Number)**   **Identification No.)**

**997 Lenox Drive, Suite 100, Lawrenceville, NJ 08648-2311**  
**(Address of principal executive offices)**      **(Zip Code)**

**(609) 896-9100**

**(Registrant's telephone number, including area code)**

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 (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 2.02 Results of Operations and Financial Condition.**

Please see the disclosure set forth under Item 8.01 Other Events, which is incorporated by reference into this Item 2.02.

**Item 8.01 Other Events.**

On February 22, 2013, Celsion issued a press release titled Celsion Corporation Announces \$15 Million Registered Direct Offering. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

**Exhibit**

**Description**

<b>No.</b>	<b>Description</b>
99.1	Press Release titled Celsion Corporation Announces \$15 Million Registered Direct Offering issued by Celsion Corporation on February 22, 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.

CELSION CORPORATION

Dated: February 22, 2013 By: */s/ Gregory Weaver*  
Gregory Weaver  
Senior Vice President and Chief Financial Officer

---

EXHIBIT INDEX

<b>Exhibit</b>	<b>Description</b>
<b>No.</b>	
99.1	Press Release titled "Celsion Corporation Announces \$15 Million Registered Direct Offering" issued by Celsion Corporation on February 22, 2013.