

Orgenesis Inc.
Form 8-K
May 31, 2012

**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) **May 2, 2012**

ORGENESIS INC.

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction
of incorporation)

000-54329
(Commission
File Number)

980583166
(IRS Employer
Identification No.)

21 Sparrow Circle, White Plains, NY 10605
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **+972.4.824.2051**

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:

- 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 Entry Into A Material Definitive Agreement

1.01
Effective May 2, 2012 we entered into a letter agreement with the Investor Relations Group Inc. to provide investor relations to our company. Under the terms of the investor relations agreement, IRG will be paid a monthly retainer of US \$7,000 plus out of pocket expenses.

The investor relations agreement will terminate on October 2, 2012 unless renewed by the agreement of either party.

A copy of the investor relations agreement is attached as exhibit 10.1 to this current report on Form 8-K.

Item Financial Statements and Exhibits.

9.01

(d) *Exhibits.*

Exhibit Description

10.1 Letter Agreement with the Investor Relations Group Inc. dated May 2, 2012

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.

ORGENESIS INC.

By:

/s/ Jacob Ben Arie

Jacob Ben Arie

Chief Executive Officer and President

May 31 2012
