

MPHASE TECHNOLOGIES INC
Form 8-K/A
June 21, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K/A

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 20, 2016

mPHASE TECHNOLOGIES, INC.
(Exact Name of Registrant as Specified in Charter)

New Jersey	000-24969	22-2287503
(State or Other Jurisdiction of Identification No.)	(Commission File Number)	(IRS Employer Incorporation)

777 Passaic Avenue, Clifton, New Jersey 07012
(Address of Principal Executive Offices) (ZIP Code)

Registrant's telephone number, including area code: **(973) 256-3737**

Section 4 - Matters Related to Accountants and Financial Statements

Item 4.01 Changes in Registrant's Certifying Accountant

On June 13, 2016 mPhase Technologies, Inc. received a notice of resignation of its outside auditors Bchbiner, Tunick & Company LLP. The Company has been in negotiations with the auditors through June 17, 2016 in an attempt to resolve this matter. Unfortunately the Company has been unsuccessful in securing additional funds to pay the auditors. The reason for the auditor's resignation was the inability of the Company to pay certain fees owed in connection with prior Form 10K and 10Q filings to maintain the auditor's independence.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

Exhibit 99.1: Notification of Auditor Resignation.

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.

mPHASE TECHNOLOGIES

Date: June 20, 2016 By: /s/ Martin S. Smiley
 Martin S. Smiley
 Executive Vice President,
 Chief Financial Officer and General
 Counsel

Exhibit 99.1: Notification of Auditor Resignation.

4