

INTERLEUKIN GENETICS INC  
Form 8-K  
June 25, 2010

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): June 24, 2010

Interleukin Genetics, Inc.  
(Exact Name of Registrant as Specified in Its Charter)

Delaware  
(State or Other Jurisdiction of Incorporation)

001-32715  
(Commission File Number)

94-3123681  
(IRS Employer Identification No.)

135 Beaver Street Waltham, MA  
(Address of Principal Executive Offices)

02452  
(Zip Code)

(781) 398-0700  
(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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On June 24, 2010, Interleukin Genetics, Inc. (the “Company”) received a notice from NYSE Amex LLC (the “Exchange”) notifying the Company that it had failed to regain compliance with Section 1003(a)(iii) of the Exchange’s Company Guide due to stockholders’ equity of less than \$6,000,000 and losses from continuing operations and/or net losses in its five most recent fiscal years.

The notice indicates that unless the Company requests a hearing before a Listings Qualifications Panel, its common stock will be delisted. The Company intends to request such a hearing, which will defer any delisting action until the panel renders a decision following the hearing. The Company’s common stock will continue to trade on the NYSE Amex in the interim. There can be no assurance that following the hearing the panel will grant the Company’s request for continued listing.

On June 25, 2010, the Company issued a press release to report the receipt of the notice from the Exchange. A copy of that press release is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit Number | Description of Exhibit             |
|----------------|------------------------------------|
| 99.1           | Press release dated June 25, 2010. |

SIGNATURE

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.

Interleukin Genetics, Inc.  
(Registrant)

Date: June 25, 2010

/s/ ELIOT M. LURIER  
Eliot M. Lurier  
Chief Financial Officer  
(Signature)