

Ampio Pharmaceuticals, Inc.
Form 8-K
June 07, 2013

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): June 3, 2013

AMPIO PHARMACEUTICALS, INC.

(Exact name of registrant as specified in Charter)

Delaware
(State or other jurisdiction of

incorporation or organization)

001-35182
(Commission

File No.)

26-0179592
(IRS Employee

Identification No.)

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5445 DTC Parkway, Suite 925

Greenwood Village, Colorado 80111

(Address of principal executive offices, including zip code)

(720) 437-6500

(Registrant's telephone number, including area code)

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.

(d) On June 6, 2013, Ampio Pharmaceuticals, Inc. (the Company) provided notice to the NASDAQ Capital Market (NASDAQ) that the Company intends to voluntarily transfer the listing of its common stock, par value \$0.0001 per share (the Common Stock) from NASDAQ to the New York Stock Exchange (NYSE). The Common Stock has been approved for listing on the NYSE, and the Company expects that the Common Stock will begin trading on the NYSE on June 17, 2013. The Common Stock will continue to trade under the ticker symbol AMPE. Until the transfer of the listing to the NYSE is completed, the Common Stock will continue to be traded on NASDAQ.

Item 7.01 Regulation FD Disclosure.

On June 3, 2013, the Company issued a press release providing a progress report on the Company's clinical programs, a copy of which press release is furnished as Exhibit 99.1 to this report.

On June 6, 2013, the Company issued a press release announcing that it plans to transfer the listing of its Common Stock from NASDAQ to the NYSE as detailed in Item 3.01 above. A copy of the press release is furnished as Exhibit 99.2 to this report.

The information contained in this Item 7.01 and Exhibits 99.1 and 99.2 to this report shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, and shall not be incorporated by reference into any filings made by the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as may be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibits are furnished with this report:

99.1 Press Release dated June 3, 2013

99.2 Press Release dated June 6, 2013

This Current Report on Form 8-K and Exhibits 99.1 and 99.2 contain forward-looking statements made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements typically are identified by use of terms such as may, project, should, plan, expect, anticipate, believe, estimate and similar words, although some forward-looking statements are expressed differently. Forward-looking statements represent our management's judgment regarding future events. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, the Company can give no assurance that such expectations will prove to be correct. All statements other than statements of historical fact included in this Current Report on Form 8-K and in Exhibits 99.1 and 99.2 are forward-looking statements. Except as required by applicable law, the Company undertakes no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. The Company cannot guarantee the accuracy of the forward-looking statements, and you should be aware that the Company's actual results could differ materially from those contained in forward-looking statements due to a number of factors, including the statements under Risk Factors found in the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 6, 2013, and its Form 10-Qs on file with the SEC.

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.

AMPIO PHARMACEUTICALS, INC.

By: /s/ Mark D. McGregor
Mark D. McGregor
Chief Financial Officer

Dated: June 7, 2013

AMPIO PHARMACEUTICALS, INC.

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Exhibit Index

Exhibit

| No. | Description | Method of Filing |
|------------|---|-------------------------|
| 99.1 | Press Release issued by Ampio Pharmaceuticals, Inc. on June 3, 2013 | Furnished |
| 99.2 | Press Release issued by Ampio Pharmaceuticals, Inc. on June 6, 2013 | Furnished |