

HEAT BIOLOGICS, INC.
Form 8-K
September 28, 2017

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): **September 28, 2017**

Heat Biologics, Inc.

(Exact name of registrant as specified in charter)

Delaware

(State or other jurisdiction of incorporation)

001-35994

26-2844103

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(Commission File Number)

(IRS Employer Identification No.)

801 Capitola Drive

Durham, NC 27713

(Address of principal executive offices and zip code)

(919) 240-7133

(Registrant's telephone number including area code)

N/A

(Former Name and Former Address)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of 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(b) 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by checkmark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events.

On September 28, 2017, Heat Biologics, Inc. (the Company) issued a press release announcing the expected calendar for its previously disclosed intended rights offering to certain of the Company's existing security holders.

Under the proposed rights offering, the Company will distribute non-transferable subscription rights to purchase shares of common stock to its eligible stockholders and participating warrant holders as of the record date. Holders who exercise their subscription rights in full will be entitled to subscribe for additional shares that are not purchased by other shareholders. The registration statement relating to the rights offering has been filed with the Securities and Exchange Commission but has not yet become effective.

The expected rights offering calendar is as follows:

Ownership Date:

Wednesday, Oct. 11, 2017 by 4 p.m. ET (NASDAQ closing bell)

Ex-Right Date:

Thursday, Oct. 12, 2017 (HTBX trades without the rights attached)

Record Date:

Friday, Oct. 13, 2017

The expected subscription period is as follows:

Beginning date:

Friday, Oct. 20, 2017

Ending date:

Wednesday, Nov. 8, 2017 by 5 p.m. ET

The press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is filed with this Current Report on Form 8-K:

Exhibit

| Number | Description |
|---------------|--|
| <u>99.1</u> | Press Release of Heat Biologics, Inc. dated September 28, 2017 |

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.

Dated: September 28, 2017

HEAT BIOLOGICS, INC.

| | |
|--------|---|
| By: | /s/ Jeffrey Wolf |
| Name: | Jeffrey Wolf |
| Title: | Chairman, President and Chief Executive Officer |

EXHIBIT INDEX

Exhibit

Number

Description

99.1

Press Release of Heat Biologics, Inc. dated September 28, 2017