# Edgar Filing: Synthetic Biologics, Inc. - Form 8-K

Synthetic Biologics, Inc. Form 8-K June 18, 2012		
SECURITIES AND EXCHANGE COMMIS	SION	
Washington, D.C. 20549		
FORM 8-KCURRENT REPORT		
Pursuant to Section 13 or 15(d)		
of the Securities Exchange Act of 1934		
Date of Report (Date of earliest event reporte	ed): June 12, 2012	
SYNTHETIC BIOLOGICS, INC.		
(Exact name of registrant as specified in its c	harter)	
Nevada (State or other jurisdiction of incorporation)	1-12584 (Commission File No.)	13-3808303 (IRS Employer Identification No.)
617 Detroit Street, Suite 100		
Ann Arbor, Michigan 48104		
(Address of principal executive offices) (Zip	Code)	
Registrant's telephone number, including are	a code: (734) 332-7800	
3985 Research Park Drive, Suite 200		
Ann Arbor, Michigan 48108		

(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is into	tended to simultaneously satisfy the filing ob	ligation 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 8.01 Other Events**

On June 12, 2012, Synthetic Biologics, Inc. (the "Company") was notified by the Securities and Exchange Commission ("SEC") staff that under its guidelines it was unable to grant a waiver request for the Company's continued use of its existing Form S-3 because of the failure of Berman & Company, P.A. ("Berman & Co.") to follow proper partner rotation procedures that resulted in the Company's Annual Report on Form 10-K for the year ended December 31, 2011 being deemed to be filed late. The Company will be Form S-3 eligible in March 2013 provided that it timely files its future SEC reports and meets the other requirements for use of Form S-3.

The SEC staff afforded an accommodation to the Company with regard to the issuance of registered shares for the remaining outstanding warrants issued under the Company's existing Form S-3 shelf registration statement, pending the filing of a registration statement on Form S-1 with regard to such issuances.

#### **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.

### SYNTHETIC BIOLOGICS, INC.

Date: June 18, 2012 By: /s/ C. Evan Ballantyne

Name: C. Evan Ballantyne Title: Chief Financial Officer