

Akers Biosciences, Inc.
Form 10-K/A
April 18, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-K/A

(Amendment No. 1)

[X] ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the Fiscal Year Ended: **December 31, 2016**

or

[] TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

AKERS BIOSCIENCES, INC.

(Exact name of registrant as specified in its charter)

New Jersey **001-36268** **22-2983783**
(State or other jurisdiction of (Commission (I.R.S. Employer
incorporation or organization) File Number) Identification Number)

201 Grove Road

Thorofare, New Jersey USA 08086

(Address of principal executive offices, including zip code)

(856) 848-8698

(Registrant's telephone number, including area code)

Securities registered pursuant to Section 12(b) of the Act: **None**

Securities registered pursuant to Section 12(g) of the Act: **Common Stock, no par value**

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 the Securities Act.
Yes ☐ No ☒

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes ☐ No ☒

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the last 90 days. Yes ☒ No ☐

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes ☒ No ☐

Indicate by check mark if disclosure of delinquent filers pursuant to Item 405 of Regulation S-K (§229.405 of this chapter) is not contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K.
☐

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Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of “large accelerated filer,” “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act.

Large Accelerated Filer ☐ Accelerated Filer ☐

Non-Accelerated Filer ☐ Smaller reporting company ☒

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes ☐ No ☒

The aggregate market value of the voting and non-voting common equity held by non-affiliates of the registrant on June 30, 2016, based on a closing price of \$3.22 was \$14,897,365. As of April 5, 2017, the registrant had 8,853,745 shares of its common stock, no par value per share, outstanding.

Documents Incorporated By Reference: **None.**

EXPLANATORY NOTE

This Amendment (the “Amendment”) to Akers Biosciences, Inc.’s Annual Report on Form 10-K for the fiscal year ended December 31, 2016, filed with the Securities and Exchange Commission on April 11, 2017 (the “Form 10-K”), is being filed with the limited purpose of adding the consent of Morison Cogen LLP for the incorporation of their report contained in the Form 10-K into the Company’s Registration Statement on Form S-3/A dated November 15, 2016 (the “Consent”). The Consent is attached as exhibit 23.1 to the Amendment. All other items in the Form 10-K are unchanged.

Item 15. Exhibits, Financial Statement Schedules.

Exhibit Number	Description of Exhibit
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23.1	Consent of Independent Registered Accounting Firm.*
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*filed herewith

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AKERS BIOSCIENCES, INC.

Date: April 18, 2017 By: */s/ John J. Gormally*
Name: John J. Gormally
Title: Chief Executive Officer (Principal Executive Officer)

Date: April 18, 2017 By: */s/ Gary M. Rauch*
Name: Gary M. Rauch
Vice President, Finance & Treasurer
Title:
(Principal Financial Officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

Name	Position	Date
<i>/s/ Thomas Knox</i> Thomas Knox	Non-Executive Chairman	April 18, 2017
<i>/s/ Raymond Akers Jr.</i> Raymond Akers Jr.	Vice Chairman	April 18, 2017
<i>/s/ Brandon Knox</i> Brandon Knox	Director	April 18, 2017
<i>/s/ Robert E. Andrews</i> Robert E. Andrews	Director	April 18, 2017
<i>/s/ Dr. Raza Bokhari</i> Dr. Raza Bokhari	Director	April 18, 2017

