

GENOCEA BIOSCIENCES, INC.

Form 8-K/A

May 10, 2018

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 10, 2018

GENOCEA BIOSCIENCES, INC.

(Exact name of registrant as specified in its charter)

Delaware

001-36289 51-0596811

(State or other jurisdiction of
incorporation)

(Commission
File
Number)

(IRS Employer
Identification No.)

Cambridge Discovery Park

100 Acorn Park Drive, 5th

Floor

02140

Cambridge, MA

(Zip Code)

(Address of principal
executive offices)

(Registrant's telephone number, including area code): (617) 876-8191

Not Applicable

(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:

☐ 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))

Indicate by check mark whether the registrant is an emerging growth company as defined 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 ☒ x

If an emerging growth company, indicate by a check mark 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. ☒

Explanatory Note

This amendment on Form 8-K/A (the “Form 8-K/A”) is an amendment to the Current Report on Form 8-K of Genoccea Biosciences, Inc. (the “Company”) filed on May 10, 2018 (the “Original 8-K”). In the Original 8-K, the Company inadvertently included the incorrect signatory on the signature page. This Form 8-K/A amends the Original 8-K for the sole purpose of including the correct signatory on the signature page. Other than as described in this Explanatory Note, this Form 8-K/A is identical to the Original 8-K. This 8-K/A speaks as of the original filing date of the Original 8-K, does not reflect events that may have occurred subsequent to the original filing date, and does not modify or update in any way disclosures made in the Original 8-K.

Item 2.02 Results of Operations and Financial Condition.

On May 10, 2018, Genoccea Biosciences, Inc. (the "Company") announced its financial results for the first quarter ended March 31, 2018. A full text of the press release issued in connection with the announcement is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information contained in this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed “filed” for any purpose, and shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release issued by Genoccea Biosciences, Inc. on May 10, 2018

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.

GENOCEA BIOSCIENCES, INC.

By: /s/ WILLIAM D. CLARK
William D. Clark
President and Chief Executive Officer

Date: May 10, 2018