APPLIED DNA SCIENCES INC
Form 8-K
January 25, 2019

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): January 25, 2019

Applied DNA Sciences, Inc.

(Exact name of registrant as specified in its charter)

Delaware	**001-36745**	**59-2262718**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

50 Health Sciences Drive

Stony Brook, New York 11790

(Address of principal executive offices; zip code)

Registrant's telephone number, including area code:

631-240-8800

N/A

(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 ¨

If an emerging growth company, indicate by 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. ¨

Item 7.01 Regulation FD Disclosure

As previously reported on a Current Report on Form 8-K of Applied DNA Sciences, Inc. (the "Company") dated December 26, 2018, on such date the Company closed a public offering (the "Offering") of an aggregate of 5,500,000 shares of common stock, par value $0.001 per share (the "Common Stock"), together with warrants to purchase an aggregate of 5,500,000 shares of common stock (the "Warrants") at an exercise price equal to $0.50 per share of Common Stock with Maxim Group LLC ("Maxim"), as the sole underwriter and book running manager. Maxim partially exercised its overallotment option that was granted pursuant to the Offering and purchased an additional 800,000 Warrants at a price of $0.0000001 per Warrant. Such exercised portion of the overallotment also closed on December 26, 2018.

Subsequently, Maxim partially exercised an additional portion of its overallotment option that was granted pursuant to the Offering and purchased an additional 500,000 shares of the Company's Common Stock, resulting in gross proceeds of approximately $250,000.00 to the Company at the closing of such overallotment option on January 25, 2019.

The information furnished pursuant to this Item 7.01, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities under that Section and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

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.

Date: January 25, 2019

APPLIED DNA SCIENCES, INC.

By: /s/ James A. Hayward
Name: James A. Hayward
Title: Chief Executive Officer