

OCERA THERAPEUTICS, INC.

FORM 8-K (Current report filing)

Filed 09/29/17 for the Period Ending 09/28/17

Address	555 TWIN DOLPHIN DRIVE SUITE 615 REDWOOD CITY, CA, 94065
Telephone	6504750158
CIK	0001274644
Symbol	OCRX
SIC Code	2834 - Pharmaceutical Preparations
Industry	Pharmaceuticals
Sector	Healthcare
Fiscal Year	12/31

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**

OCERA THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction
of
incorporation)

001-35119

(Commission File Number)

63-1192270

(I.R.S. Employer
Identification No.)

555 Twin Dolphin Drive, Suite 615

Redwood City, CA

(Address of principal executive offices)

94065

(Zip Code)

Registrant's telephone number, including area code **(650) 475-0150**

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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). 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 3.01. Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On September 28, 2017, Ocera Therapeutics, Inc. (the “Company”) received approval from the Listing Qualifications Department of The Nasdaq Stock Market (“NASDAQ”) to transfer the listing of the Company’s common stock from The Nasdaq Global Market to The Nasdaq Capital Market. This transfer will be effective at the opening of business on October 2, 2017. The Nasdaq Capital Market is a continuous trading market that operates in substantially the same manner as The Nasdaq Global Market and listed companies must meet certain financial requirements and comply with NASDAQ’s corporate governance requirements. The Company’s common stock will continue to trade under the symbol “OCRX.”

As previously reported on a Current Report on Form 8-K filed with The Securities and Exchange Commission on August 4, 2017, the Company received a letter from NASDAQ informing the Company that the \$9.3 million in stockholders’ equity reported in its most recent Form 10-Q for the quarter ended June 30, 2017, fell below the minimum of \$10.0 million for continued listing on The Nasdaq Global Market under Listing Rule 5450(b)(1)(A). After consultation with NASDAQ, the Company decided to transfer the listing of its common stock from The Nasdaq Global Market to The Nasdaq Capital Market.

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.

September 29, 2017

Ocera Therapeutics, Inc.

By: /s/ Michael Byrnes

Name: Michael Byrnes

Title: Chief Financial Officer and Treasurer