

Biostage, Inc.
Form 8-K
May 12, 2016

**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): May 12, 2016

BIOSTAGE, INC.

(Exact name of registrant as specified in its charter)

Delaware **001-35853** **45-5210462**
(State or other jurisdiction (Commission File Number) (IRS Employer Identification No.)
of incorporation)

84 October Hill Road, Suite 11, Holliston, MA 01746
(Address of principal executive offices) (Zip Code)

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Registrant's telephone number, including area code: **(774) 233-7300**

(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))

Item 2.02. Results of Operations and Financial Condition.

On May 12, 2016, Biostage, Inc., or the Company, issued a press release announcing financial results for the three months ended March 31, 2016 and the details of a related conference call to be held at 9:00 AM ET on May 12, 2016. The press release, or the Press Release, is furnished as Exhibit 99.1 and incorporated herein by reference.

The information in this Items 2.02 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, shall not be deemed “filed” for purposes of Section 18 of the United States Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the United States Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 8.01. Other Events.

On May 12, 2016, Biostage, Inc. also issued a press release announcing pre-clinical data, including the complete regeneration of a segment of the esophagus, from its collaborative large-animal study of its Cellspan™ organ implants. This press release is furnished as Exhibit 99.2 and incorporated herein by reference. The Company will review this research on the conference call referenced above being held at 9:00 AM ET on May 12, 2016.

The information in this Items 8.01 of this Current Report on Form 8-K, including Exhibit 99.2 attached hereto, shall not be deemed “filed” for purposes of Section 18 of the United States Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the United States Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit Number	Title
99.1	

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Press Release issued by Biostage, Inc. on May 12, 2016 announcing financial results for the three months ended March 31, 2016

99.2

Press Release issued by Biostage, Inc. on May 12, 2016 announcing pre-clinical data

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BIOSTAGE,
INC.**
(Registrant)

May 12, 2016

(Date)

**/s/ Thomas
McNaughton**
Thomas
McNaughton
*Chief Financial
Officer*

INDEX TO EXHIBITS

**Exhibit
Number Description of Exhibit**

99.1 Press Release issued by
 Biostage, Inc. on May
 12, 2016 announcing
 financial results for the
 three months ended
 March 31, 2016

99.2 Press Release issued by
 Biostage, Inc. on May
 12, 2016 announcing
 pre-clinical data