

INOVIO BIOMEDICAL CORP
Form 8-K
June 30, 2006

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): **June 30, 2006**

Inovio Biomedical Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

001-14888
(Commission File Number)

33-0969592
(I.R.S. Employer
Identification No.)

11494 Sorrento Valley Road
San Diego, California
(Address of principal executive offices)

92121-1318
(Zip Code)

Registrant's telephone number, including area code: **(858) 597-6006**

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))

Item 8.01 Other Events.

Registrant has filed, in accordance with the Securities Act of 1933, as amended (the Securities Act), and the rules and regulations thereunder, with the Securities and Exchange Commission a registration statement on Form S-3 (File No. 333-134084), including a base prospectus dated May 25, 2006, registering up to \$75,000,000 of equity securities and the offering thereof from time to time in accordance with Rule 415 under the Securities Act, which incorporates by reference documents which registrant has filed or will file in accordance with the Securities Exchange Act of 1934, as amended, and the rules and regulations thereunder.

On June 30, 2006, registrant filed a prospectus supplement no. 1 relating to its offering (the June 2006 Offering) of 86,956 shares of its common stock to a single investor at the negotiated price of \$2.30 per share.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibits, filed as part of this Current Report on Form 8-K, registrant is filing in connection with the June 2006 Offering.

- 4.1 Option Exercise and License Agreement dated June 28, 2006.
- 5.1 Opinion of Kirkpatrick & Lockhart Nicholson Graham LLP
- 23.1 Consent of Kirkpatrick & Lockhart Nicholson Graham LLP (included in Exhibit 5.1)

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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.

Date: June 30, 2006

INOVIO BIOMEDICAL CORPORATION

By: */s/ Peter Kies*
Peter Kies, Chief Financial Officer

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