

Ampio Pharmaceuticals, Inc.  
Form 8-K/A  
October 05, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K/A**

**Amendment No. 1**

**to**

**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 8, 2011**

**AMPIO PHARMACEUTICALS, INC.**

**(Exact name of registrant as specified in Charter)**

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**Delaware**  
(State or other jurisdiction  
of incorporation or organization)

**001-35182**  
(Commission  
File No.)  
**5445 DTC Parkway, Suite 925**

**26-0179592**  
(IRS Employee  
Identification No.)

**Greenwood Village, Colorado 80111**

(Address of principal executive offices, including zip code)

**(720) 437-6500**

(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

- .. 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))

**Explanatory Note**

This Current Report on Form 8-K/A (this Amendment ) amends the Current Report on Form 8-K filed by Ampio Pharmaceuticals, Inc. (the Company ) with the Securities and Exchange Commission (the SEC ) on September 13, 2011 (the Original Report ) relating to a License, Development and Commercialization Agreement between the Company and Daewoong Pharmaceuticals Co., Ltd (the Agreement ). In the Original Report, the Company stated that it expected to file the Agreement as an exhibit to its Quarterly Report on Form 10-Q for the period ending September 30, 2011 (as permitted by applicable SEC rules). The Company has since determined to accelerate the filing of the Agreement and not to seek confidential treatment in respect of the Agreement. Accordingly, this Amendment amends the Original Report for the sole purpose of attaching the Agreement as Exhibit 10.1.

Except as described above, no other changes have been made to the Original Report, and this Amendment does not modify or update any other information in the Original Report. The Original Report should be read in conjunction with filings made by the Company with the SEC subsequent to the date of the Original Report.

**Item 9.01 Financial Statements and Exhibits.**  
**(d) Exhibits.**

- 10.1 License, Development and Commercialization Agreement between the Company and Daewoong Pharmaceuticals Co., Ltd, effective as of August 23, 2011.

**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.

**AMPIO PHARMACEUTICALS, INC.**

By: /s/ Mark D. McGregor  
Mark D. McGregor  
*Chief Financial Officer*

Dated: October 5, 2011

**AMPIO PHARMACEUTICALS, INC.**

**FORM 8-K**

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>	<b>Method of Filing</b>
10.1	License, Development and Commercialization Agreement between the Company and Daewoong Pharmaceuticals Co., Ltd, effective as of August 23, 2011.	Filed herewith