

STEMCELLS INC  
Form 8-K  
July 30, 2012

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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):

July 26, 2012

StemCells, Inc.

(Exact name of registrant as specified in its charter)

Delaware

000-19871

94-3078125

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

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

7707 Gateway Blvd, Suite 140, Newark,  
California

94560

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

510.456.4000

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))



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**Item 8.01 Other Events.**

On July 26, 2012, StemCells, Inc. (the "Company") issued a press release announcing an award to the Company of up to \$20 million by the California Institute for Regenerative Medicine (CIRM) under its Disease Team Therapy Development Award program (RFA 10-05). The award is to fund preclinical development of the Company's HuCNS-SC product candidate as a potential treatment for cervical spinal cord injury, with the aim of filing an IND with the FDA within four years. Funding to companies under RFA 10-05 will be structured as loans, in accordance with mutually agreed upon terms and conditions and CIRM regulations. The Company will evaluate its HuCNS-SC cells as a potential treatment for cervical spinal cord injury in collaboration with researchers at the University of California, Irvine.

A copy of this press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit 99.1 Press Release, dated July 26, 2012, announcing a funding award by the California Institute for Regenerative Medicine.

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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.

StemCells, Inc.

*July 30, 2012*

*By: /s/ Kenneth Stratton*

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*Name: Kenneth Stratton*

*Title: General Counsel*

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Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	July 26, 2012 press release