
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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): **November 1, 2018**

Edge Therapeutics, Inc.

(Exact name of Registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation or Organization)

001-37568
(Commission
File Number)

26-4231384
(I.R.S. Employer
Identification No.)

300 Connell Drive, Suite 4000
Berkeley Heights, NJ
(Address of Principal Executive Offices)

07922
(Zip Code)

Registrant's Telephone Number, Including Area Code **(800) 208-3343**

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 (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))
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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 2.02 Results of Operations and Financial Condition

On November 1, 2018, Edge Therapeutics, Inc. issued a press release announcing its financial results for the three months ended September 30, 2018. A copy of that press release and the financial schedules attached thereto is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K.

In accordance with General Instruction B.2 of Form 8-K, the information set forth in this Current Report on Form 8-K (including Exhibit 99.1) is deemed to be “furnished” and shall not be deemed to be “filed” for purposes of the Securities Exchange Act of 1934, as amended (the “Exchange Act”). The information in this Item 2.02, as well as Exhibit 99.1, shall not be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act regardless of any general incorporation language in such filing.

Item 9.01. Financial Statements and Exhibits

**Exhibit
Number**

Description

99.1	Press release dated November 1, 2018 announcing financial results for the three months ended September 30, 2018.
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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.

Dated: November 1, 2018

Edge Therapeutics, Inc.

By: /s/ Andrew Saik

Name: Andrew Saik

Title: Chief Financial Officer

Exhibit Index

**Exhibit
Number**

Description

[99.1](#) Press release dated November 1, 2018 announcing financial results for the three months ended September 30, 2018.



Edge Therapeutics Reports Third Quarter 2018 Financial Results

BERKELEY HEIGHTS, N.J., November 1, 2018 — Edge Therapeutics, Inc. (Nasdaq: EDGE) today announced financial results for the quarter ended September 30, 2018.

Third Quarter Financial Results

Cash Position: Cash, cash equivalents and marketable securities as of September 30, 2018 were \$36.8 million, compared with \$88.1 million as of December 31, 2017.

Operating Expenses: Research and development (R&D) expenses decreased to \$0.3 million in the third quarter of 2018 from \$6.9 million in the third quarter of 2017. The decrease in R&D expense was primarily due to a decrease in expenses related to the previously announced discontinuance of the NEWTON 2 clinical study and reduction in workforce. General and administrative (G&A) expenses decreased to \$3.3 million for the three months ended September 30, 2018 from \$4.0 million in the comparable period in 2017. The decrease in G&A expense was largely due to decreases in departmental operating expenses, professional fees and marketing costs. In the third quarter of 2018, Edge recorded a restructuring charge of \$0.8 million related to the previously announced discontinuance of the NEWTON 2 study.

Net Loss: Net loss for the third quarter ended September 30, 2018 was \$4.3 million, including the \$0.8 million restructuring charge. Net loss in the third quarter of 2017 was \$11.3 million.

Review of Strategic Alternatives

Edge continues to be actively engaged in its review of strategic alternatives to maximize stockholder value, a review that was announced in April 2018. At that time, Edge retained Piper Jaffray & Co. to act as its financial advisor to assist with this review process. Potential strategic alternatives that may be explored or evaluated as part of this review include, but are not limited to, an acquisition, merger, business combination or other strategic transaction involving Edge. Edge has reduced the scope of its operations, including the size of its workforce, in order to preserve its cash resources during the strategic alternatives review process.

There is no defined timeline for completion of the review process. There is no assurance that this review will result in Edge pursuing any transaction or that a transaction, if pursued, will be completed. Edge does not intend to discuss or disclose further developments regarding the strategic review process unless and until its Board of Directors has approved a specific action or otherwise determined that further disclosure is appropriate or required by law.

About Edge Therapeutics, Inc.

Edge Therapeutics, Inc. is a clinical-stage biotechnology company that seeks to discover, develop and commercialize novel therapies capable of transforming treatment paradigms for the management of serious medical conditions. For additional information about Edge, please visit www.edgetherapeutics.com.



Forward-Looking Statements

This press release and any statements of representatives of Edge Therapeutics, Inc. related thereto that are not historical in nature contain, or may contain, among other things, certain "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements may include, without limitation, statements with respect to Edge's plans, objectives, projections, expectations and intentions and other statements identified by words such as "projects," "may," "will," "could," "would," "should," "believes," "expects," "anticipates," "estimates," "seeks," "intends," "plans," "potential" or similar expressions. These statements are based upon the current beliefs and expectations of Edge's management and are subject to significant risks and uncertainties. Actual results may differ significantly from those set forth in the forward-looking statements. These forward-looking statements involve certain risks and uncertainties that are subject to change based on various risk factors (many of which are beyond Edge's control) as described under the heading "Risk Factors" in Edge's filings with the United States Securities and Exchange Commission.

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Investor and Media Contact:

Gregory Gin

Edge Therapeutics, Inc.

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Email: ir@edgetherapeutics.com



EDGE THERAPEUTICS, INC.
Statements of Operations and Comprehensive Loss
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2018	2017	2018	2017
Operating expenses:				
Research and development expenses	\$ 317,684	\$ 6,913,171	\$ 15,583,565	\$ 23,477,971
General and administrative expenses	3,286,891	3,990,283	11,303,446	12,365,509
Restructuring expenses	847,852	-	7,494,094	-
Impairment charges	-	-	2,672,581	-
Total operating expenses	<u>4,452,427</u>	<u>10,903,454</u>	<u>37,053,686</u>	<u>35,843,480</u>
Loss from operations	(4,452,427)	(10,903,454)	(37,053,686)	(35,843,480)
Other income (expense):				
Interest income	187,256	214,064	696,035	479,297
Interest expense	-	(592,089)	(1,425,255)	(1,591,998)
Net loss and comprehensive loss	<u>(4,265,171)</u>	<u>(11,281,479)</u>	<u>(37,782,906)</u>	<u>(36,956,181)</u>
Loss per share basic and diluted	<u>\$ (0.14)</u>	<u>\$ (0.37)</u>	<u>\$ (1.21)</u>	<u>\$ (1.23)</u>
Weighted average common shares outstanding basic and diluted	<u>31,328,128</u>	<u>30,852,514</u>	<u>31,198,804</u>	<u>30,091,640</u>



EDGE THERAPEUTICS, INC.
Balance Sheets

	September 30, 2018 (unaudited)	December 31, 2017
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 36,814,899	\$ 88,067,647
Prepaid expenses and other current assets	247,182	986,680
Total current assets	37,062,081	89,054,327
Property and equipment, net	468,170	3,423,880
Other assets	142,870	142,870
Total assets	\$ 37,673,121	\$ 92,621,077
LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
Current liabilities:		
Accounts payable	\$ 590,694	\$ 4,369,133
Accrued expenses	917,871	5,422,205
Restructuring reserve	5,179,722	-
Short term debt	-	3,075,421
Total current liabilities	6,688,287	12,866,759
Noncurrent liability:		
Long term debt	-	17,382,907
STOCKHOLDERS' EQUITY		
Preferred stock, 5,000,000 shares authorized at September 30, 2018 and December 31, 2017, 0 outstanding	-	-
Common stock, \$0.00033 par value, 75,000,000 shares authorized at September 30, 2018 and December 31, 2017, 31,328,128 shares and 30,869,205 shares issued and outstanding at September 30, 2018 and December 31, 2017, respectively	10,551	10,400
Additional paid-in capital	220,705,548	214,309,370
Accumulated deficit	(189,731,265)	(151,948,359)
Total stockholders' equity	30,984,834	62,371,411
Total liabilities and stockholders' equity	\$ 37,673,121	\$ 92,621,077