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**U.S. 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): November 25, 2019

**AKERS BIOSCIENCES, INC.**

(Exact name of registrant as specified in its charter)

**New Jersey**  
(State or other jurisdiction of  
incorporation or organization)

**001-36268**  
(Commission  
File Number)

**22-2983783**  
(I.R.S. Employer  
Identification Number)

**201 Grove Road**  
**Thorofare, New Jersey USA 08086**  
(Address of principal executive offices, including zip code)

**(856) 848-8698**  
(Registrant's telephone number, including area code)

**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 Company 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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.

Securities registered pursuant to Section 12(b) of the Act:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock, no par value	AKER	The NASDAQ Capital Market

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**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

Akers Biosciences, Inc. (the “Company”) filed two certificates of amendment (each a “Certificate of Amendment”, collectively, the “Certificates of Amendment”) to its Amended and Restated Certificate of Incorporation with the Secretary of State of the State of New Jersey, each to be effective as of November 25, 2019, to reduce its authorized common stock at a ratio of one-for-eight then effect a reverse stock split of its authorized and outstanding common stock at a ratio of one-for-twenty four. The reduction and the reverse stock split affected all stockholders uniformly and did not alter any stockholder’s percentage interest in the Company’s equity, except to the extent that the reverse stock split would have resulted in a stockholder owning a fractional share. Fractional shares have not been issued as a result of the reverse stock split; instead, the board of directors of the Company determined to effect an issuance of shares to holders that would otherwise have been entitled to a fractional share such that any fractional shares were rounded up to the nearest whole number. The Certificates of Amendment reduced the number of outstanding shares of the Company’s common stock to 521,676 and the number of shares of common stock the Company is authorized to issue to 2,604,167.

**(d) Exhibits.**

<b>Exhibit No.</b>	<b>Description</b>
3.1	<a href="#"><u>Certificate of Amendment to the Amended and Restated Certificate of Incorporation.</u></a>
3.2	<a href="#"><u>Certificate of Amendment to the Amended and Restated Certificate of Incorporation.</u></a>

**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.

**AKERS BIOSCIENCES, INC.**

Date: November 29, 2019

By: /s/ Christopher C. Schreiber

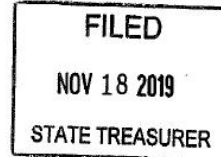
Christopher C. Schreiber

Executive Chairman of the Board of Directors and Director

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*Amc*



*0100408441*

New Jersey Division of Revenue

**Certificate of Amendment to the Certificate of Incorporation  
(For Use by Domestic Profit Corporation)**

Pursuant to the provisions of Sections 14A:9-2 (4), 14A:9-4 (3), 14A:9-1(2)(f) and 14A:7-15.1, Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Amended and Restated Certificate of Incorporation, dated March 26, 2002, as amended:

- 1. The name of the Corporation is:

Akers Biosciences, Inc.

- 2. Pursuant to Section 14A:9-1(2)(f) and Section 14A:7-15.1, the following amendment to the Amended and Restated Certificate of Incorporation was approved by the directors of the corporation on the 15 day of November, 2019.

Resolved that Article Four of the Amended and Restated Certificate of Incorporation be amended by adding the following new paragraph:

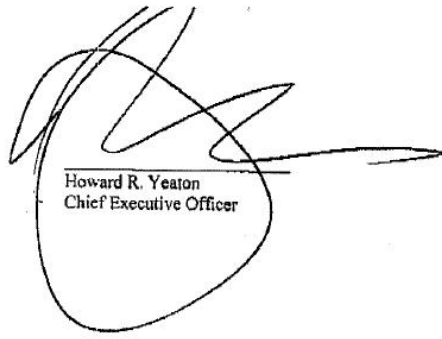
"Each outstanding share of common stock, no par value per share, of this corporation will be combined and converted, automatically, without further action, into a number of shares of such common stock equal to the number of such shares immediately prior to such filing divided by 24. Fractional shares will not be issued; any such fractional shares that will result from the combination and conversion will be rounded up to the nearest whole number. At the effective date, there shall be no change in the number of authorized shares of stock which this corporation shall have the authority to issue."

- 3. The number of shares outstanding at the time of the adoption of the amendment was: 12,520,208.

The total number of shares entitled to vote thereon was: 0

- 4. This Certificate of Amendment to the Amended and Restated Certificate of Incorporation shall be effective as of November 25, 2019 at 8:00 a.m. Eastern Time.

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Howard R. Yeaton  
Chief Executive Officer

Dated this 15<sup>th</sup> day of November, 2019





**Certificate of Amendment to the Certificate of Incorporation  
(For Use by Domestic Profit Corporation)**

Pursuant to the provisions of Sections 14A:9-1 (2), 14A:9-1 (2)(d), 14A:9-1 (2)(i) and 14A:7-15.1, Corporations, General, of the New Jersey Statutes, the undersigned corporation executes the following Certificate of Amendment to its Amended and Restated Certificate of Incorporation, dated March 26, 2002, as amended:

1. The name of the Corporation is:

Akers Biosciences, Inc.

2. The following amendment to the Amended and Restated Certificate of Incorporation was approved by the directors of the corporation on the 22<sup>nd</sup> day of November, 2019.

Resolved that Article Four of the Amended and Restated Certificate of Incorporation be amended by adding the following new paragraph:

“The Corporation combined and converted its outstanding shares of common stock, no par value, by dividing the number of shares of common stock outstanding by 8. In connection therewith, the total number of shares of common stock, without par value, which the Corporation shall have the authority to issue shall be divided by 8.

The Corporation then combined and converted its outstanding shares of common stock, no par value, by dividing the number of shares of common stock outstanding by 24. In connection therewith, the total number of shares of common stock, without par value, which the Corporation shall have the authority to issue shall then be divided by 24. After both divisions, the Corporation shall have the authority to issue 2,604,167 shares of common stock.

The amendments to the certificate of incorporation which combined and converted the outstanding shares of common stock and the total number of shares of common stock which the Corporation was authorized to issue will not adversely affect the rights or preferences of the holders of outstanding shares of any class or series and will not result in the percentage of authorized shares that remains unissued after the share dividend, division or combination exceeding the percentage of authorized shares that was unissued before the share dividend, division or combination.”

3. The number of shares outstanding at the time of the adoption of the amendment was: 12,520,208.

The total number of shares entitled to vote thereon was: 0

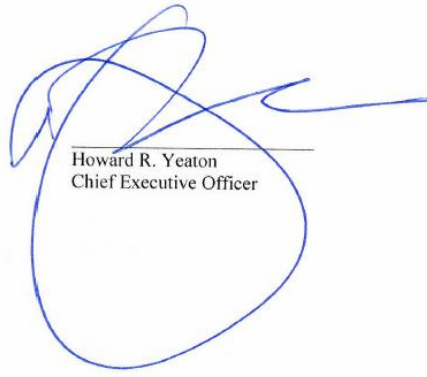
4. This Certificate of Amendment to the Amended and Restated Certificate of Incorporation shall be effective as of November 25, 2019 at 8:00 a.m. Eastern Time.

*[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK; SIGNATURE FOLLOWS]*

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Dated this 22<sup>nd</sup> day of November, 2019



Howard R. Yeaton  
Chief Executive Officer



