

AETHLON MEDICAL INC
Form 8-K
February 16, 2012

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): February 15, 2012

AETHLON MEDICAL, INC.

(Exact name of registrant as specified in its charter)

| | | |
|------------------------------|--------------------------|------------------------|
| Nevada | | 13-3632859 |
| (State or other jurisdiction | 000-21846 | (IRS Employer |
| of incorporation) | (Commission File Number) | Identification Number) |

| | |
|--|------------|
| 8910 University Center Lane, Suite 660 | 92122 |
| San Diego, California | (Zip Code) |
| (Address of principal executive offices) | |

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Registrant's telephone number, including area code: (858) 459-7800

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))

FORWARD-LOOKING STATEMENTS

This Form 8-K and other reports filed by Registrant from time to time with the Securities and Exchange Commission (collectively the "Filings") contain or may contain forward-looking statements and information that are based upon beliefs of, and information currently available to, Registrant's management as well as estimates and assumptions made by Registrant's management. When used in the Filings, the words "anticipate," "believe," "estimate," "expect," "future," "intend," "plan" or the negative of these terms and similar expressions as they relate to Registrant or Registrant's management identify forward-looking statements. Such statements reflect the current view of Registrant with respect to future events and are subject to risks, uncertainties, assumptions and other factors relating to Registrant's industry, Registrant's operations and results of operations and any businesses that may be acquired by Registrant. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from those anticipated, believed, estimated, expected, intended or planned.

Although Registrant believes that the expectations reflected in the forward-looking statements are reasonable, Registrant cannot guarantee future results, levels of activity, performance or achievements. Except as required by applicable law, including the securities laws of the United States, Registrant does not intend to update any of the forward-looking statements to conform these statements to actual results.

ITEM 8.01 OTHER EVENTS

On February 16, 2012, the Registrant disclosed in a Form 10-Q filing for the quarterly period ended December 31, 2011 that it had recorded revenues of \$958,075 arising from its contract with the Defense Advanced Research Projects Agency ("DARPA"). Under the DARPA contract the Registrant has been engaged to develop a therapeutic device to reduce the incidence of sepsis, a fatal bloodstream infection that often results in the death of combat-injured soldiers. As a result of recording this revenue, the Registrant is no longer considered a development stage company.

The operating loss for the quarter ended December 31, 2011 was \$341,328 compared to an operating loss of \$1,046,701 in the quarter ended December 31, 2010. Net loss per share in the December 31, 2011 quarter was \$(0.01) compared to \$(0.04) in the December 31, 2010 quarter.

For additional information, please see the Form 10-Q for the quarterly period ended December 31, 2011. The financial information set forth above and the Company's quarterly reports are unaudited and subject to year end adjustment.

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.

AETHLON MEDICAL, INC.

By: /s/ James A. Joyce

James A. Joyce

Dated: February 16, 2012 Chief Executive Officer

EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION |
|-------------|-------------------------------------|
| 99 | Press Release dated October 3, 2011 |

