

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 13, 2022

Statera Biopharma, Inc.

(Exact Name of Registrant as Specified in Charter)

DELAWARE  
(State or Other Jurisdiction of Incorporation)

001-32954  
(Commission File Number)

20-0077155  
(I.R.S. Employer Identification Number)

2537 Research Boulevard, Suite 201  
Fort Collins, CO 80526  
(Address of Principal Executive Offices and zip code)

(888) 613-8802  
(Registrant's Telephone Number, Including Area Code)

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, par value \$0.005	STAB	The Nasdaq Stock Market LLC

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))

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.

#### **Item 4.01 Changes in Registrant’s Certifying Accountant.**

##### **(b) New Independent Registered Public Accounting Firm**

On June 13, 2022, the board of directors of Statera Biopharma, Inc. (the “Company”) approved the engagement of BF Borgers CPA, PC (“BF Borgers”) as the Company’s independent registered public accounting firm effective as of June 13, 2022. During the Company’s two most recent fiscal years ended December 31, 2021 and 2020 and from January 1, 2022 through June 13, 2022, neither the Company nor anyone on its behalf consulted BF Borgers regarding either (i) the application of accounting principles to a specified transaction, either completed or proposed, or the type of audit opinion that might be rendered on the Company’s consolidated financial statements, and no written report or oral advice was provided to the Company that BF Borgers concluded was an important factor considered by the Company in reaching a decision as to the accounting, auditing or financial reporting issue; or (ii) any matter that was the subject of a disagreement or reportable event as defined in Regulation S-K, Item 304(a)(1)(iv) and Item 304(a)(1)(v) except as follows:

The Company consulted with BF Borgers regarding the matters raised by the Company’s former auditor Turner, Stone & Company, LLP’s (“Turner Stone”) in its April 11, 2022 letter to the Company wherein Turner Stone indicated its determination to resign as the Company’s auditor (the “Resignation Letter”).

BF Borgers consulted with Turner Stone regarding the matters raised in the Resignation Letter and is of the view that the circumstances giving rise to Turner Stone’s resignation can be adequately addressed by the Company.

The Company has provided a copy of this Current Report on Form 8-K to BF Borgers, as successor to Turner Stone, and asked that BF Borgers furnish the Company with a letter addressed to the Securities and Exchange Commission stating whether it agrees with the statements made by the Company in response to Item 304(a)(2)(ii)(D) of Regulation S-K.

#### **Item 7.01 Regulation FD Disclosure.**

On June 14, 2022, the Company issued a press release regarding its appointment of BF Borgers. The press release is attached hereto as Exhibit 99.1 and incorporated herein by this reference.

The information contained in the press release attached hereto is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that Section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

#### **Item 9.01 Financial Statements and Exhibits.**

(d) The following exhibits are filed with this Current Report:

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release dated June 14, 2022 (furnished herewith).</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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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.

Date: August 3, 2022

**Statera Biopharma, Inc.**

By: /s/ Michael K. Handley

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Name: Michael K. Handley

Title: Chief Executive Officer

**Statera Biopharma Announces BF Borgers CPA PC as Independent Registered Public Accounting firm**

FORT COLLINS, Colo., June 14, 2022 /Globe Newswire/ -- [Statera Biopharma, Inc.](#) (NASDAQ: STAB) (the “Company” or “Statera Biopharma”), a biopharmaceutical company creating next-generation immune therapies that focus on immune restoration and homeostasis, today announced the appointment of Certified Public Accountants, BF Borgers CPA PC as the Company’s independent accountant to audit the balance sheet of the Company as of December 31, 2021, and the related statements of operations, stockholders’ equity and income, and cash flows for the period ended December 31, 2021.

**About Statera Biopharma**

Statera Biopharma, Inc. (formerly Cytocom, Inc.) is a clinical-stage biopharmaceutical company developing novel immunotherapies targeting autoimmune, neutropenia/anemia, emerging viruses and cancers based on a proprietary platform designed to rebalance the body’s immune system and restore homeostasis. Statera Biopharma has a large platform of toll-like receptor (TLR) agonists with TLR4 and TLR9 antagonists, and the TLR5 agonists, Entolimod and GP532. TLRs are a class of protein that plays a key role in the innate immune system. Statera Biopharma is developing therapies designed to directly elicit within patients a robust and durable response of antigen-specific killer T-cells and antibodies, thereby activating essential immune defenses against autoimmune, inflammatory, infectious diseases, and cancers. Statera Biopharma has clinical programs for Crohn’s disease (STAT-201), hematology (Entolimod), pancreatic cancer (STAT-401) and COVID-19 (STAT-205) in addition to potential expansion into fibromyalgia and multiple sclerosis. To learn more about Statera Biopharma, please visit [www.staterabiopharma.com](http://www.staterabiopharma.com).

**Forward Looking Statements**

*This press release contains forward-looking statements that involve risks and uncertainties. All statements other than statements of current or historical fact contained in this press release, including statements regarding the Company’s expected clinical development timeline for the Company’s product candidates, future financial position, business strategy, new products, budgets, liquidity, cash flows, projected costs, regulatory approvals, the impact of any laws or regulations applicable to the Company, and plans and objectives of management for future operations, are forward-looking statements. The words “anticipate,” “believe,” “continue,” “should,” “estimate,” “expect,” “intend,” “may,” “plan,” “project,” “will,” and similar expressions, as they relate to us, are intended to identify forward-looking statements. We have based these forward-looking statements on the current expectations about future events held by management. While we believe these expectations are reasonable, such forward-looking statements are inherently subject to risks and uncertainties, many of which are beyond the Company’s control. The Company’s actual future results may differ materially from those discussed here for various reasons. The Company discusses many of these risks under the heading “Risk Factors” in the proxy statement/prospectus filed with the SEC on June 10, 2021, as updated by the Company’s other filings with the SEC.*

*Given these uncertainties, you should not place undue reliance on these forward-looking statements. The forward-looking statements included in this press release are made only as of the date hereof. We do not undertake any obligation to update any such statements or to publicly announce the results of any revisions to any of such statements to reflect future events or developments.*

**Contacts:****Statera Biopharma**

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