

INVIVO THERAPEUTICS HOLDINGS CORP.

Form 8-K/A

January 29, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

(Amendment No.1)

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

**January 28, 2015**

Date of Report (Date of earliest event reported)

**INVIVO THERAPEUTICS HOLDINGS CORP.**

(Exact Name of Registrant as Specified in Charter)

**Nevada**  
(State or Other  
Jurisdiction of Incorporation)

**000-52089**  
(Commission File Number)

**36-4528166**  
(IRS Employer  
Identification No.)

**One Kendall Square, Suite B14402**

**Cambridge, Massachusetts 02139**

(Address of Principal Executive Offices) (Zip Code)

**(617) 863-5500**

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(Registrant's telephone number, including area code)

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))

**Item 1.01 Entry into a Material Definitive Agreement.**

As previously disclosed in the Current Report on Form 8-K filed January 29, 2015 (the Original Form 8-K ), InVivo Therapeutics Holdings Corp. (the Company ) entered into a definitive securities purchase agreement (the Purchase Agreement ) with certain institutional investors, pursuant to which the Company agreed to issue and sell, in a registered offering, an aggregate of 8,000,000 shares of its common stock, for an aggregate purchase price of \$12 million. A form of the Purchase Agreement was attached as an exhibit to the Original Form 8-K.

This Amendment No. 1 to Current Report on Form 8-K/A is filed solely to amend the Original Form 8-K to attach the final, executed Purchase Agreement.

**Item 9.01 Financial Statements and Exhibits.**

| Exhibit No. | Description   |
|-------------|---|
| 10.1        | Securities Purchase Agreement, dated as of January 28, 2015, between the Company and the purchasers signatory thereto |

**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.

INVIVO THERAPEUTICS HOLDINGS CORP.

Date: January 29, 2015

By: /s/ Steven McAllister  
Name: Steven McAllister  
Title: Chief Financial Officer

EXHIBIT INDEX

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