

BIO KEY INTERNATIONAL INC  
Form 8-K  
January 27, 2014

**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): January 27, 2014

**BIO-key  
International,  
Inc.**

(Exact name of  
registrant as  
specified in its  
charter)

**Delaware**

**1-13463**

**41-1741861**

(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

**3349 Highway 138,  
Building A, Suite E**

**Wall, NJ 07719**

(Address of  
principal executive  
offices)

**(732) 359-1100**

(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  
Exchange Act (17  
CFR 240.13e-4(c))

---

**Item 8.01. Other Events.**

On January 27, 2014, BIO-key International, Inc. repurchased a warrant from the Shaar Fund Ltd. at a purchase price of \$150,000. The warrant was exercisable on a “cashless” basis for 8,000,000 shares of common stock at a strike price of \$0.30 per share through December 31, 2015.

**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: January 27, 2014

BIO-KEY INTERNATIONAL, INC.

By: /s/ Cecilia Welch  
Cecilia Welch  
Chief Financial Officer