

SPHERIX INC  
Form 8-K  
December 18, 2009

**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) **December 15, 2009**

**Spherix Incorporated**

(Exact name of registrant as specified in its charter)

(State or other jurisdiction  
of incorporation)  
**Delaware**

(Commission  
File Number)  
**0-5576**

(I.R.S. Employer  
Identification No.)  
**52-0849320**

(Address of principal executive offices)

(Zip Code)

**6430 Rockledge Drive, Suite 503, Bethesda, Maryland**

**20817**

Registrant's telephone number, including area code **301-897-2540**

(Former name or former address, if changed since last report.)

## Edgar Filing: SPHERIX INC - Form 8-K

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))
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**Section 1 Registrant's Business and Operations**

Item 1.01. Entry into a Material Definitive Agreement

On December 15, 2009, Biospherics Incorporated, a wholly-owned subsidiary of Spherix Incorporated, entered into a Manufacturing Support And Supply Agreement with Inalco S.p.A. located in Milano, Italy (the "Supply Agreement").

The Supply Agreement provides that Inalco shall support Biospherics' efforts to develop D-tagatose as a treatment for type 2 diabetes by manufacturing and supplying D-tagatose to Biospherics. Biospherics has agreed to order an initial order of a minimum of 25 Metric Tons of D-tagatose as set forth in the Supply Agreement.

A copy of the Supply Agreement is attached hereto as Exhibit 10.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

| <b>Exhibit No.</b> | <b>Description</b>                         |
|--------------------|--|
| 10.1               | Manufacturing Support And Supply Agreement |

**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.

Spherix Incorporated  
(Registrant)

**By:**

/s/ Claire L. Kruger  
Claire L. Kruger  
CEO

**Date:** December 18, 2009