
**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): March 23, 2018

GEOVAX LABS, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

000-52091
(Commission File No.)

87-0455038
(IRS Employee Identification No.)

1900 Lake Park Drive, Suite 380
Smyrna, Georgia 30080
(Address of principal executive offices) (Zip code)

(678) 384-7220
(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.

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 240.13(e)-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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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.

This Form 8-K and other reports filed by GeoVax Labs, Inc. (the “Registrant”) from time to time with the Securities and Exchange Commission (collectively the “Filings”) contain forward looking statements and information that are based upon beliefs of, and information currently available to, the Registrant's management as well as estimates and assumptions made by the 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 the Registrant or the Registrant’s management identify forward looking statements. Such statements reflect the current view of the Registrant with respect to future events and are subject to risks, uncertainties, assumptions and other factors relating to the Registrant’s industry, operations and results of operations and any businesses that may be acquired by the 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.

Item 2.02 Results of Operations and Financial Condition

On March 23, 2018 we issued a press release reporting our results of operations for the year ended December 31, 2017. A copy of the press release is attached to this Current Report.

Item 9.01 Financial Statements and Exhibits

Exhibit 99.1 Press Release

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Current Report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: March 23, 2018

GEOVAX LABS, INC.

By: /s/ Mark W. Reynolds
Mark W. Reynolds
Chief Financial Officer



GeoVax Reports 2017 Year-End Financial Results

ATLANTA, GA, March 23, 2018 – GeoVax Labs, Inc. (OTCQB: GOVX), a biotechnology company developing innovative human vaccines using its novel platform technology, today announced its financial results for the year ended December 31, 2017.

GeoVax reported grant and collaboration revenues of \$1.1 million for 2017, as compared to \$0.8 million in 2016. Research and development (R&D) expenses were \$2.0 million in 2017, compared with \$2.0 million in 2016. General and administrative (G&A) expenses were \$1.2 million in 2017, compared to \$2.1 million in 2016.

Net loss for the year ended December 31, 2017 of \$2.2 million, or \$0.03 per share, based on 68.6 million weighted average shares outstanding. For the year ended December 31, 2016, the Company reported a loss of \$3.3 million, or \$0.08 per share, based on 41.5 million weighted average shares outstanding.

Robert McNally, PhD, President & CEO, commented, “During the past year, GeoVax made solid progress with its HIV human clinical program, built on its proof-of-concept in animal models for HIV, Zika, Ebola and Lassa vaccines, expanded its infectious disease targets to chronic hepatitis B (therapeutic) and malaria, while simultaneously showing promising results in solid tumor immuno-oncology models. I look forward to soon providing our shareholders and other interested parties with a more detailed update on our various development programs.”

Summarized financial information is attached. Further information concerning the Company’s financial position and results of operations are included in its Annual Report on Form 10-K filed with the Securities and Exchange Commission.

About GeoVax

GeoVax Labs, Inc., is a clinical-stage biotechnology company developing human vaccines against infectious diseases using its Modified Vaccinia Ankara-Virus Like Particle (MVA-VLP) vaccine platform. The Company’s development programs are focused on preventive vaccines against HIV, Zika virus, hemorrhagic fever viruses (Ebola, Sudan, Marburg, and Lassa), and malaria, as well as therapeutic vaccines for chronic Hepatitis B infections and cancers. GeoVax’s vaccine platform supports *in vivo* production of non-infectious VLPs from the cells of the very person receiving the vaccine, mimicking a natural infection, stimulating both the humoral and cellular arms of the immune system to recognize, prevent, and control the target infection. For more information, visit www.geovax.com.

Contact:

Robert T. McNally, Ph.D.
GeoVax Labs, Inc.
investor@geovax.com
678-384-7220

FINANCIAL TABLES FOLLOW

MORE

GEOVAX LABS, INC.
Condensed Consolidated Statements of Operations Information
(amounts in thousands, except per share data)

	Year Ended	
	December 31,	
	2017	2016
Grant and collaboration revenue	\$ 1,075	\$ 828
Operating expenses:		
Research and development	2,017	1,971
General and administrative	1,232	2,131
	<u>3,249</u>	<u>4,102</u>
Loss from operations	(2,174)	(3,274)
Interest income	4	2
	<u>4</u>	<u>2</u>
Net loss	<u>\$ (2,170)</u>	<u>\$ (3,272)</u>
Net loss per common share	<u>\$ (0.03)</u>	<u>\$ (0.08)</u>
Weighted average shares outstanding	68,606	41,517

Condensed Consolidated Balance Sheet Information
(amounts in thousands)

	December 31,	
	2017	2016
Assets:		
Cash and cash equivalents	\$ 313	\$ 454
Other current assets	135	90
Total current assets	<u>448</u>	<u>544</u>
Property, net	31	55
Other assets	11	11
Total assets	<u>\$ 490</u>	<u>\$ 610</u>
Liabilities and stockholders' equity		
Current liabilities	\$ 811	\$ 370
Stockholders' equity (deficiency)	(321)	240
Total liabilities and stockholders' equity	<u>\$ 490</u>	<u>\$ 610</u>
Common Shares Outstanding	106,737	55,235

###