

APOGEE TECHNOLOGY INC  
Form 8-K  
July 11, 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**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 7, 2008**

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**APOGEE TECHNOLOGY, INC.**

(Exact name of registrant as specified in its charter)

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

**001-10456**  
(Commission  
File Number)

**04-3005815**  
(IRS employer  
identification no.)

**129 Morgan Drive  
Norwood, Massachusetts 02062  
(781) 551-9450**

(Address, including zip code, and telephone number, including area code,  
of registrant's principal executive offices)

## Edgar Filing: APOGEE TECHNOLOGY 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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 8.01 OTHER EVENTS.**

Apogee Technology, Inc. received notifications from the Staff of the Securities and Exchange Commission on July 7, 2008 relating to a previously disclosed investigation of its prior revenue recognition practices. The notifications, known as Wells Notices, indicate that the Staff is considering recommending that the Commission bring enforcement actions against the Company and against Herbert M. Stein, its President and Chief Executive Officer, alleging violations of certain provisions of the federal securities laws, including Section 17(a) of the Securities Act of 1933, as amended, Section 10(b) of the Securities Exchange Act of 1934, as amended, and Rule 10b-5 thereunder. As previously disclosed, the Company's Audit Committee, with the assistance of independent counsel, conducted an investigation into the Company's historical accounting practices that resulted in the implementation of remedial actions. As disclosed, the Company has been cooperating with the Staff and the Commission since the Company first publicly disclosed these matters, and it continues to do so.

**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.

**APOGEE TECHNOLOGY, INC.**

Dated: July 11, 2008

By: */s/ Herbert M. Stein*  
Herbert M. Stein  
President, Chief Executive Officer and  
Chairman of the Board