

DOR BIOPHARMA INC
Form 424B3
August 21, 2009

Prospectus Supplement dated
August 14, 2009

Filed Pursuant to Rule
424(b)(3)
File No. 333-149239

DOR BIOPHARMA, INC.

This prospectus supplement supplements:

- the prospectus dated May 6, 2009 relating to the offer and sale by the selling stockholders identified in the prospectus of up to 26,563,613 shares of our common stock.

This prospectus supplement contains the Form 10-Q we filed with the Securities and Exchange Commission on August 14, 2009. This prospectus supplement should be read in conjunction with, and may not be utilized without, the relevant Prospectus, which is to be delivered with this prospectus supplement. This prospectus supplement is qualified by reference to the relevant Prospectus except to the extent that the information in this prospectus supplement updates and supersedes the information contained in such Prospectus, including any supplements or amendments thereto.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these securities or determined if this prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q

(X) QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934.

For the Quarterly Period Ended June 30, 2009

() TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934.

For the transition period from _____ to _____

Commission File No. 000-16929

DOR BIOPHARMA, INC.
(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation or organization)	41-1505029 (I.R.S. Employer Identification Number)
29 Emmons Drive, Suite C-10 Princeton, NJ (Address of principal executive offices)	08540 (Zip Code)
(609) 538-8200 (Issuer's telephone number, including area code)	

Indicate by check whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web Site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definition of "accelerated filer" and "large accelerated filer" in Rule 112b-2 of the

Exchange Act (Check one).

Large accelerated filer Accelerated filer Non-accelerated filer Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

At August 10, 2009, 167,424,666 shares of the registrant's common stock (par value, \$.001 per share) were outstanding.

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PART I. - FINANCIAL INFORMATION

ITEM 1 - FINANCIAL STATEMENTS

DOR BioPharma, Inc.
Consolidated Balance Sheets

	June 30, 2009 (Unaudited)	December 31, 2008
Assets		
Current assets:		
Cash and cash equivalents	\$ 4,844,172	\$ 1,475,466
Grants receivable	152,392	278,316
Inventory, net	113,261	82,182
Prepaid expenses	199,784	86,837
Total current assets	5,309,609	1,922,801
Office and laboratory equipment, net	23,336	21,217
Intangible assets, net	1,451,890	1,418,717
Total assets	\$ 6,784,835	\$ 3,362,735
Liabilities and shareholders' equity		
Current liabilities:		
Accounts payable	\$ 1,076,004	\$ 1,015,005
Accrued compensation	246,316	370,614
Total current liabilities	1,322,320	1,385,619
Commitments and contingencies		
Shareholders' equity:		
Preferred stock; 5,000,000 shares authorized; none issued or outstanding	-	-
Common stock, \$.001 par value; 400,000,000 shares authorized; 167,364,342 shares and 118,610,704 shares issued and outstanding		
in 2009 and 2008, respectively	167,364	118,610
Additional paid-in capital	111,542,898	104,176,253
Accumulated deficit	(106,247,747)	(102,317,747)
Total shareholders' equity	5,462,515	1,977,116
Total liabilities and shareholders' equity	\$ 6,784,835	\$ 3,362,735

The accompanying notes are an integral part of these financial statements.

DOR BioPharma, Inc.
 Consolidated Statements of Operations
 For the Three Months Ended June 30,
 (Unaudited)

	2009	2008
Revenues, principally from grants	\$ 332,315	\$ 488,244
Cost of revenues	(253,865)	(391,845)
Gross profit	78,450	96,399
Operating expenses:		
Research and development	1,134,914	743,601
General and administrative	578,528	554,526
Stock-based compensation-research and development	58,687	39,583
Stock-based compensation-general and administrative	97,959	36,793
Total operating expenses	1,870,088	1,374,503
Loss from operations	(1,791,638)	(1,278,104)
Other income:		
Interest income, net	6,734	6,398
Net loss	\$ (1,784,904)	\$ (1,271,706)
Basic and diluted net loss per share	\$ (0.01)	\$ (0.01)
Basic and diluted weighted average common shares outstanding	167,125,183	