

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

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FILER

UNIVEC INC

CIK: **1029825** | IRS No.: **113163455** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **000-22413** | Film No.: **99573680**
SIC: **3841** Surgical & medical instruments & apparatus

Mailing Address
999 FRANKLIN AVE
GARDEN CITY NY 11530

Business Address
999 FRANKLIN AVE
GARDEN CITY NY 11530

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

F O R M 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 22, 1999

UNIVEC, INC.

(Exact name of registrant as specified in charter)

Delaware

0-22413

11-3163455

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

22 Dubon Court, Farmingdale, New York

11735

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (516) 777-2000

999 Franklin Avenue, Garden City, New York 11530

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

Item 4. Changes in Registrant's Certified Accountant.

(a) (1) (i) On March 22, 1999, Richard A. Eisner & Company, LLP ("RAE"), advised UNIVVEC, Inc. (the "Registrant") that RAE would no longer serve as independent accountants of record for Registrant.

(ii) RAE was engaged on May 6, 1998 and did not render any report on the Registrant's financial statements prior to its resignation.

(iii) RAE's resignation was not recommended or approved by the board of directors or the audit committee of the board of directors of the Registrant.

(iv) (A) During the period since RAE's engagement, there were no disagreements with RAE, whether or not resolved, on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of RAE, would have caused it to make reference to the subject matter of the disagreements in connection with its report.

(iv) (B) (2) RAE advised the Registrant it withdrew as independent accountant of record because the Registrant's chief financial officer, who was the principal line of communication to RAE and had been instrumental in the initial retention of RAE, resigned prior to the completion of the audit.

(a) (2) The Registrant is seeking to engage an independent accountant to audit the Registrant's financial statements for the fiscal year ended December 31, 1998.

(a) (3) A letter from RAE addressed to the Securities and Exchange Commission stating whether RAE agrees with the statements made by the Registrant in this report is being furnished to the Registrant as an Exhibit to this report.

Item 7. Financial Statements and Exhibits.

(c) Exhibit

16.2 Letter from Richard A. Eisner & Company, LLP

SIGNATURE

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 thereunto duly authorized.

UNIVEC, INC.

Dated: March 25, 1999
Farmingdale, New York

By: /s/ Alan Gold, M.D.

Alan Gold, M.D.
President

Richard A. Eisner & Company, LLP

Accountants and Consultants

[Logo]

March 25, 1999

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: Univec, Inc.
File No.: 0-22413
Current Report on Form 8-K
Dated on March 22, 1999

Dear Commissioners:

This letter is furnished pursuant to Item 304 (a) (3) of Regulation S-K under the Securities Act of 1933.

We are the former independent auditors of the financial statements of Univec, Inc. as at and for the year ended, December 31, 1998. We resigned on March 22, 1999.

We have read the statements included under Item 4 of Form 8-K of Univec, Inc. dated March 22, 1999 and agree with such statements as they apply to us.

/s/ Richard A. Eisner & Company, LLP