

**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) August 9, 2022**

**AquaBounty Technologies, Inc.**

(Exact name of registrant as specified in its charter)

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

**001-36426**  
(Commission  
File Number)

**04-3156167**  
(IRS Employer  
Identification No.)

**2 Mill & Main Place, Suite 395, Maynard, Massachusetts**  
(Address of principal executive offices)

**01754**  
(Zip Code)

**978-648-6000**

(Registrant's telephone number, including area code)

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

Title of each class	Trading Symbol(s)	Name of exchange on which registered
<b>Common Stock, par value \$0.001 per share</b>	<b>AQB</b>	<b>The NASDAQ Stock Market LLC</b>

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 240.13e-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.

**Item 2.02 Results of Operations and Financial Condition.**

On August 9, 2022, AquaBounty Technologies, Inc. issued a press release regarding its financial and corporate updates for the quarter ended June 30, 2022. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated herein by reference.

The information included in this Current Report on Form 8-K pursuant to Item 2.02, including Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.***(d) Exhibits.*

<u>Exhibit No.</u>	<u>Description</u>
<a href="#"><u>99.1</u></a>	<a href="#"><u>Press release issued by AquaBounty Technologies, Inc. on August 9, 2022, furnished herewith.</u></a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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## 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.

August 9, 2022

AquaBounty Technologies, Inc.  
(Registrant)

/s/ David A. Frank  
David A. Frank  
Chief Financial Officer



### **AquaBounty Technologies, Inc. Announces Second Quarter 2022 Financial Results**

**MAYNARD, Mass., August 9, 2022** -- AquaBounty Technologies, Inc. (NASDAQ: AQB) (“AquaBounty” or the “Company”), a land-based aquaculture company utilizing technology to enhance productivity and sustainability, today announced the Company’s financial results for the second quarter ended June 30, 2022.

#### **Second Quarter 2022 Highlights and Recent Developments**

- Generated \$1.1 million in product revenue in the second quarter, a year-over-year increase of 371% as compared to \$227 thousand in the second quarter of 2021.
- Net loss in the second quarter totaled \$5.5 million, as compared to \$5.2 million in the second quarter of 2021.
- Construction activities for the Pioneer, Ohio farm site are well underway and now focused on underground piping.
- Cash, cash equivalents, marketable securities and restricted cash totaled \$149.2 million as of June 30, 2022, as compared to \$191.2 million as of December 31, 2021.

#### **Management Commentary**

“Our genetically engineered Atlantic salmon saw continued market validation from seafood distributors in the quarter, with strong demand continuing for the entire output of our Indiana farm,” said Sylvia Wulf, Chief Executive Officer of AquaBounty. “This robust demand, combined with improvements in our sales yields and higher market prices, drove an 11% sequential increase in second quarter revenues to \$1.1 million. As we ramp production at our Indiana facility, we will continue to utilize the farm as an opportunity to refine our production and harvest methods through the application of technology and process improvements – a critical learning experience ahead of our Ohio farm.

“Construction progress on our next-generation farm in Pioneer, Ohio is advancing. After the groundbreaking ceremony in late April, work commenced on initial pre-construction activities including the construction of roadways, on-site energy infrastructure and land preparation. With that work largely complete, we are now focused on excavating the ground site and laying the piping that will provide fresh water to our fish tanks.

“On the bond financing front, we have decided to slow the process down temporarily in order to evaluate the current economic forces that are driving both inflation and interest rates higher. Since our estimate for construction of the farm currently exceeds our previous range of \$290 - \$320 million, we will review all options for reducing cost, including potentially phasing the construction of the 10,000 metric ton farm with an initial production output level that would demonstrate our competitive advantage and ability to operate at commercial scale. We believe this is a prudent move and it will allow us to re-estimate remaining construction costs and thus avoid locking in contracts, commodity pricing for materials or interest rates at what may be their peak. We currently expect to resume our bond financing efforts with Wells Fargo Corporate and Investment Banking and the issuance of additional construction sub-contracts, once we have completed our evaluation of the project scope, relevant economic trends and market costs. However, construction on the farm will continue during this period and we are targeting to close the bond financing by year-end.

“As we look to the second half of 2022, we are operating from a strong position. Our GE Atlantic salmon continues to receive market validation, the scale-up of harvests and sales at our Indiana facility is well underway, and construction continues at the Ohio farm – all supported by our fortified balance sheet. We are committed to bringing a high-volume of fresh, sustainable Atlantic salmon to the market and look forward to continued execution and foundation building in the months ahead as we strive to build long-term value for our shareholders,” concluded Wulf.

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## **About AquaBounty**

At AquaBounty Technologies, Inc. (NASDAQ: AQB), we believe we are a leader in land-based aquaculture leveraging decades of technology expertise to deliver disruptive solutions that address food insecurity and climate change issues. We are committed to feeding the world efficiently, sustainably and profitably. AquaBounty provides fresh Atlantic salmon to nearby markets by raising its fish in carefully monitored land-based fish farms through a safe, secure and sustainable process. The Company's land-based Recirculating Aquaculture System ("RAS") farms, located in Indiana, United States and Prince Edward Island, Canada, are close to key consumption markets and are designed to prevent disease and to include multiple levels of fish containment to protect wild fish populations. AquaBounty is raising nutritious salmon that is free of antibiotics and contaminants and provides a solution resulting in a reduced carbon footprint and no risk of pollution to marine ecosystems as compared to traditional sea-cage farming. For more information on AquaBounty, please visit [www.aquabounty.com](http://www.aquabounty.com) or follow us on Facebook, Twitter, LinkedIn and Instagram.

## **Forward-Looking Statements**

This press release contains "forward-looking statements" as defined in the Private Securities Litigation Reform Act of 1995, as amended, including regarding the anticipated size of AquaBounty's proposed facility in Ohio; production capacity; timing of construction, permits, regulatory approvals, or commercial stocking; cost of construction; ability to scale commercial production; the timing of the contemplated bond financing; future revenue streams; onboarding customers, pricing and profitability; customer sentiment; and technological capabilities. The forward-looking statements in this press release are neither promises nor guarantees, and you should not place undue reliance on these statements because they involve significant risks and uncertainties about AquaBounty. AquaBounty may use words such as "expect," "anticipate," "project," "intend," "slated to," "plan," "aim," "believe," "seek," "estimate," "can," "focus," "will," "may," the negative forms of these words and similar expressions to identify such forward-looking statements. Among the important factors that could cause actual results to differ materially from those indicated by such forward-looking statements are risks relating to, among other things, whether AquaBounty will be able to secure required regulatory approvals and permits; be able to profitably construct and operate the Pioneer, Ohio farm; be able to operate its Albany, Indiana and Prince Edward Island farms; AquaBounty's business and financial condition; and the impact of general economic, public health, industry or political conditions in the United States and internationally. Forward-looking statements speak only as of the date hereof, and, except as required by law, AquaBounty undertakes no obligation to update or revise these forward-looking statements. For additional information regarding these and other risks faced by us, please refer to our public filings with the Securities and Exchange Commission ("SEC"), available on the Investors section of our website at [www.aquabounty.com](http://www.aquabounty.com) and on the SEC's website at [www.sec.gov](http://www.sec.gov).

This press release does not constitute an offer to sell or a solicitation of an offer to buy the bonds described herein, nor shall there be any sale of these bonds in any state or jurisdiction in which such offer, solicitation or sale would be unlawful.

## **Company Contact:**

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## **Investor Relations:**

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**AquaBounty Technologies, Inc.**  
**Condensed Consolidated Balance Sheets**  
**(Unaudited)**

	<b>June 30,</b>		<b>December 31,</b>
	<b>2022</b>		<b>2021</b>
<b>Assets</b>			
Current assets:			
Cash and cash equivalents	\$ 118,888,889	\$	88,454,988
Marketable securities	29,354,888		101,773,781
Inventory	1,918,395		1,259,910
Prepaid expenses and other current assets	4,447,399		1,536,484
<b>Total current assets</b>	<b>154,609,571</b>		<b>193,025,163</b>
Property, plant and equipment, net	63,978,895		33,815,119
Right of use assets, net	254,221		284,320
Intangible assets, net	224,991		231,842
Restricted cash	1,000,000		1,000,000
Other assets	72,083		79,548
<b>Total assets</b>	<b>\$ 220,139,761</b>	<b>\$</b>	<b>228,435,992</b>
<b>Liabilities and stockholders' equity</b>			
Current liabilities:			
Accounts payable and accrued liabilities	\$ 6,883,125	\$	4,317,615
Accrued employee compensation	783,449		874,589
Current debt	688,390		627,365
Other current liabilities	52,260		66,269
<b>Total current liabilities</b>	<b>8,407,224</b>		<b>5,885,838</b>
Long-term lease obligations	205,565		224,058
Long-term debt, net	8,114,797		8,523,333
<b>Total liabilities</b>	<b>16,727,586</b>		<b>14,633,229</b>
Commitments and contingencies			
Stockholders' equity:			
Common stock, \$0.001 par value, 150,000,000 and 80,000,000 shares authorized at June 30, 2022 and December 31, 2021, respectively; 71,110,713 and 71,025,738 shares outstanding at June 30, 2022 and December 31, 2021, respectively	71,111		71,026
Additional paid-in capital	385,172,168		384,852,107
Accumulated other comprehensive loss	(318,554)		(255,588)
Accumulated deficit	(181,512,550)		(170,864,782)
<b>Total stockholders' equity</b>	<b>203,412,175</b>		<b>213,802,763</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 220,139,761</b>	<b>\$</b>	<b>228,435,992</b>

**AquaBounty Technologies, Inc.**  
**Condensed Consolidated Statements of Operations and Comprehensive Loss**  
**(Unaudited)**

	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
<b>Revenues</b>				
Product revenues	\$ 1,069,706	\$ 227,393	\$ 2,032,587	\$ 301,765
<b>Costs and expenses</b>				
Product costs	3,250,106	1,847,596	6,525,796	3,402,251
Sales and marketing	349,917	548,881	597,489	867,516
Research and development	208,292	431,373	375,481	931,993
General and administrative	2,831,930	2,578,958	5,208,166	4,364,468
Total costs and expenses	6,640,245	5,406,808	12,706,932	9,566,228
<b>Operating loss</b>	<b>(5,570,539)</b>	<b>(5,179,415)</b>	<b>(10,674,345)</b>	<b>(9,264,463)</b>
<b>Other income (expense)</b>				
Interest expense	(74,694)	(80,210)	(149,982)	(159,014)
Other income, net	109,191	28,888	176,559	33,849
Total other income (expense)	34,497	(51,322)	26,577	(125,165)
<b>Net loss</b>	<b>\$ (5,536,042)</b>	<b>\$ (5,230,737)</b>	<b>\$ (10,647,768)</b>	<b>\$ (9,389,628)</b>
<b>Other comprehensive (loss) income:</b>				
Foreign currency translation (loss) gain	(153,602)	65,924	(70,697)	145,963
Unrealized gain on marketable securities	121,796	8,970	7,731	8,970
Total other comprehensive (loss) income	(31,806)	74,894	(62,966)	154,933
<b>Comprehensive loss</b>	<b>\$ (5,567,848)</b>	<b>\$ (5,155,843)</b>	<b>\$ (10,710,734)</b>	<b>\$ (9,234,695)</b>
Basic and diluted net loss per share	\$ (0.08)	\$ (0.07)	\$ (0.15)	\$ (0.14)
Weighted average number of Common Shares - basic and diluted	71,068,671	71,021,141	71,036,562	67,803,904

**AquaBounty Technologies, Inc.**  
**Condensed Consolidated Statements of Cash Flows**  
(Unaudited)

	<b>Six Months Ended June 30,</b>	
	<b>2022</b>	<b>2021</b>
<b>Operating activities</b>		
Net loss	\$ (10,647,768)	\$ (9,389,628)
Adjustment to reconcile net loss to net cash used in operating activities:		
Depreciation and amortization	988,292	857,842
Share-based compensation	318,608	217,069
Other non-cash charge	14,860	8,565
Changes in operating assets and liabilities:		
Inventory	(661,090)	(1,122,422)
Prepaid expenses and other assets	(2,883,505)	(876,139)
Accounts payable and accrued liabilities	1,705,335	(150,951)
Accrued employee compensation	(91,140)	(2,169)
<b>Net cash used in operating activities</b>	<b>(11,256,408)</b>	<b>(10,457,833)</b>
<b>Investing activities</b>		
Purchases and deposits on property, plant and equipment	(30,472,704)	(2,437,911)
Maturities of marketable securities	120,047,915	139,542
Purchases of marketable securities	(47,621,291)	(71,842,187)
Other investing activities	12,500	(11,010)
<b>Net cash provided by (used in) investing activities</b>	<b>41,966,420</b>	<b>(74,151,566)</b>
<b>Financing activities</b>		
Proceeds from issuance of debt	42,338	406,378
Repayment of term debt	(318,600)	(79,600)
Proceeds from the issuance of common stock, net	—	119,120,437
Proceeds from the exercise of stock options and warrants	1,538	1,723,846
<b>Net cash (used in) provided by financing activities</b>	<b>(274,724)</b>	<b>121,171,061</b>
Effect of exchange rate changes on cash, cash equivalents and restricted cash	(1,387)	32,529
<b>Net change in cash, cash equivalents and restricted cash</b>	<b>30,433,901</b>	<b>36,594,191</b>
<b>Cash, cash equivalents and restricted cash at beginning of period</b>	<b>89,454,988</b>	<b>96,251,160</b>
<b>Cash, cash equivalents and restricted cash at end of period</b>	<b>\$ 119,888,889</b>	<b>\$ 132,845,351</b>
<b>Reconciliation of cash, cash equivalents and restricted cash reported in the consolidated balance sheet:</b>		
Cash and cash equivalents	\$ 118,888,889	\$ 132,345,351
Restricted cash	1,000,000	500,000
<b>Total cash, cash equivalents and restricted cash</b>	<b>\$ 119,888,889</b>	<b>\$ 132,845,351</b>
<b>Supplemental disclosure of cash flow information and non-cash transactions:</b>		
Interest paid in cash	\$ 141,490	\$ 149,533
Property and equipment included in accounts payable and accrued liabilities	\$ 3,758,842	\$ 388,495