

Ceres, Inc.  
Form 8-K  
December 15, 2015

**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): December 15, 2015**

**CERES, INC.**

**(Exact Name of registrant as Specified in its charter)**

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

**001-35421**  
**(Commission File Number)**

**33-0727287**  
**(I.R.S. Employer**  
**Identification No.)**

**1535 Rancho Conejo Boulevard**  
**Thousand Oaks, CA**  
**(Address of principal executive offices)**

**91320**  
**(Zip Code)**

**Registrant's telephone number, including area code: (805) 376-6500**

**Not Applicable**

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

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))

**Item 7.01 Regulation FD Disclosure.**

On December 15, 2015, Ceres, Inc. issued a press release in connection with the pricing of an underwritten public offering, “**Ceres Announces Pricing of \$6.7 Million Public Offering.**” A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference into this Item 7.01.

**Item 9.01. Financial Statements and Exhibits.**

(d)Exhibits

**Exhibit No. Description**

99.1 Press release of Ceres, Inc., dated December 15, 2015.

**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.

CERES, INC.

Date: December 15, 2015 By: /s/ Paul Kuc  
Name: Paul Kuc  
Title: Chief Financial Officer

EXHIBIT INDEX

**Exhibit No. Description**

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