

SOLIGENIX, INC.  
Form 424B3  
August 19, 2011

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Prospectus Supplement dated August 19, 2011

Filed Pursuant to Rule 424(b)(3)  
File No. 333-167792

SOLIGENIX, INC.

This prospectus supplement supplements:

the prospectus dated April 22, 2011 relating to the offer and sale by the selling stockholders identified in the prospectus of up to 31,458,638 shares of our common stock.

This prospectus supplement contains the Form 10-Q that we filed with the Securities and Exchange Commission on August 12, 2011. 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.

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

FORM 10-Q

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

For the Quarterly Period Ended June 30, 2011

or

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  
\_\_\_\_\_

SOLIGENIX, 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

(Registrant'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 Securities Exchange Act of 1934 during the preceding 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

As of August 9, 2011, 220,791,077 shares of the registrant's common stock (par value, \$.001 per share) were outstanding.

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SOLIGENIX, INC.

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## PART I - FINANCIAL INFORMATION

## ITEM 1 - FINANCIAL STATEMENTS

Soligenix, Inc. and Subsidiaries  
Consolidated Balance Sheets  
(Unaudited)

	June 30, 2011	December 31, 2010
Assets		
Current assets:		
Cash and cash equivalents	\$4,156,749	\$7,451,714
Grants receivable	336,560	120,787
Other receivable	4,322	251,864
Prepaid expenses	91,635	187,494
Total current assets	4,589,266	8,011,859
Office furniture and equipment, net	17,100	20,699
Intangible assets, net	1,246,543	1,235,989
Total assets	\$5,852,909	\$9,268,547
Liabilities and shareholders' equity		
Current liabilities:		
Accounts payable	\$1,373,974	\$1,674,175
Accrued compensation	49,302	236,581
Total current liabilities	1,423,276	1,910,756
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; 218,240,167 shares and 216,192,360 shares issued and outstanding in 2011 and 2010, respectively	218,240	216,192
Additional paid-in capital	123,601,900	122,880,378
Accumulated deficit	(119,390,507)	(115,738,779)
Total shareholders' equity	4,429,633	7,357,791
Total liabilities and shareholders' equity	\$5,852,909	\$9,268,547

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

Soligenix, Inc. and Subsidiaries  
Consolidated Statements of Operations  
For the Three and Six Months Ended June 30, 2011 and 2010  
(Unaudited)

	Three Months Ended June		Six Months Ended June	
	2011	30, 2010	2011	30, 2010
Revenues, principally from grants	\$405,820	\$444,642	\$1,213,825	\$780,438
Cost of revenues	(349,511 )	(349,093 )	(903,548 )	(622,866 )
Gross profit	56,309	95,549	310,277	157,572
<b>Operating expenses:</b>				
Research and development	1,307,051	1,070,711	2,563,186	2,669,002
General and administrative	450,179	544,506	1,014,091	1,082,603
Stock-based compensation – research and development	206,671	39,948	323,340	80,152
Stock-based compensation – general and administrative	25,198	20,654	65,296	42,713
Total operating expenses	1,989,099	1,675,819	3,965,913	3,874,470
Loss from operations	(1,932,790)	(1,580,270)	(3,655,636)	(3,716,898)
Other income:				