

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

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 7, 2014

Sucampo Pharmaceuticals, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware

001-33609

30-0520478

(State or Other Juris-
diction of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

4520 East-West Highway, 3rd Floor
Bethesda, Maryland

20814

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (301) 961-3400

(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 (*see* General Instruction A.2. below):

- 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))
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Item 2.02 Results of Operations and Financial Condition

On May 7, 2014, Sucampo Pharmaceuticals, Inc. (“the Company”) announced its consolidated financial results for the quarter ended March 31, 2014. The financial statement schedules were inadvertently not attached. Those schedules are attached to this amendment to the Current Report on Form 8-K/A.

The information in this Form 8-K (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, (the “Exchange Act”) 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, as amended (the “Securities Act”), or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

The following exhibit relating to Item 2.02 shall be deemed to be furnished, and not filed:

99.1 Financial Statement Schedules on May 7, 2014.

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 hereunto duly authorized.

SUCAMPO PHARMACEUTICALS, INC.

Date: May 7, 2014

By: /s/ Thomas J. Knapp
Name: Thomas J. Knapp
Title: EVP, Chief Legal Officer and Corporate Secretary

Sucampo Pharmaceuticals, Inc.**Consolidated Statements of Operations and Comprehensive Income (unaudited)***(in thousands, except per share data)*

	Three Months Ended March 31,	
	2014	2013
Revenues:		
Research and development revenue	\$ 1,784	\$ 2,800
Product royalty revenue	13,501	11,677
Co-promotion revenue	362	61
Contract and collaboration revenue	202	164
Product sales revenue	6,312	2,217
Total revenues	<u>22,161</u>	<u>16,919</u>
Costs and expenses:		
Cost of goods sold	3,517	1,282
Research and development	5,135	5,629
General and administrative	7,257	7,227
Selling and marketing	3,647	5,389
Total costs and expenses	<u>19,556</u>	<u>19,527</u>
Income (loss) from operations	2,605	(2,608)
Non-operating income (expense):		
Interest income	57	19
Interest expense	(400)	(495)
Other income (expense), net	(323)	1,081
Total non-operating income (expense), net	<u>(666)</u>	<u>605</u>
Income (loss) before income taxes	1,939	(2,003)
Income tax provision	(1,264)	(1,142)
Net income (loss)	<u>\$ 675</u>	<u>\$ (3,145)</u>
Net income (loss) per share:		
Basic net income (loss) per share	<u>\$ 0.02</u>	<u>\$ (0.08)</u>
Diluted net income (loss) per share	<u>\$ 0.02</u>	<u>\$ (0.08)</u>
Weighted average common shares outstanding - basic	<u>43,401</u>	<u>41,461</u>
Weighted average common shares outstanding - diluted	<u>44,264</u>	<u>41,461</u>
Comprehensive income (loss):		
Net income (loss)	\$ 675	\$ (3,145)
Other comprehensive income (loss):		
Unrealized loss on investments, net of tax effect	7	(14)
Foreign currency translation	(118)	51
Comprehensive income (loss)	<u>\$ 564</u>	<u>\$ (3,108)</u>

Sucampo Pharmaceuticals, Inc.
Consolidated Balance Sheets (unaudited)
(in thousands, except share data)

	March 31, 2014	December 31, 2013
ASSETS:		
Current assets:		
Cash and cash equivalents	\$ 56,142	\$ 44,102
Investments, current	15,534	16,003
Product royalties receivable	13,501	14,829
Unbilled accounts receivable	2	1
Accounts receivable, net	4,441	5,407
Prepaid and income taxes receivable	-	9
Deferred tax assets, current	2,148	2,028
Deferred charge, current	673	673
Restricted cash, current	26,115	26,115
Inventory	455	209
Prepaid expenses and other current assets	3,618	3,977
Total current assets	122,629	113,353
Investments, non-current	5,716	7,219
Property and equipment, net	1,084	1,156
Intangibles assets, net	6,194	6,438
Deferred tax assets, non-current	1,314	1,212
Deferred charge, non-current	4,372	4,540
Restricted cash, non-current	2,481	2,471
Other assets	455	584
Total assets	\$ 144,245	\$ 136,973
LIABILITIES AND STOCKHOLDERS' EQUITY:		
Current liabilities:		
Accounts payable	\$ 5,988	\$ 7,614
Accrued expenses	6,004	5,682
Deferred revenue, current	1,617	1,365
Income tax payable	694	701
Notes payable, current	27,348	26,892
Other current liabilities	1,922	358
Total current liabilities	43,573	42,612
Notes payable, non-current	25,819	25,828
Deferred revenue, non-current	5,998	6,169
Deferred tax liability, non-current	1,853	2,066
Other liabilities	1,596	2,150
Total liabilities	78,839	78,825
Stockholders' equity:		
Preferred stock, \$0.01 par value; 5,000,000 shares authorized at March 31, 2014 and December 31, 2013; no shares issued and outstanding at March 31, 2014 and December 31, 2013	-	-
Class A common stock, \$0.01 par value; 270,000,000 shares authorized at March 31, 2014 and December 31, 2013; 44,085,203 and 43,315,749 shares issued and outstanding at March 31, 2014 and December 31, 2013, respectively	440	432
Class B common stock, \$0.01 par value; 75,000,000 shares authorized at March 31, 2014 and December 31, 2013; no shares issued and outstanding at March 31, 2014 and December 31, 2013	-	-
Additional paid-in capital	78,795	72,109
Accumulated other comprehensive income	15,490	15,601
Treasury stock, at cost; 524,792 and 524,792 shares	(2,313)	(2,313)
Accumulated deficit	(27,006)	(27,681)
Total stockholders' equity	65,406	58,148
Total liabilities and stockholders' equity	\$ 144,245	\$ 136,973

Sucampo Pharmaceuticals, Inc.
Key Segment Information (unaudited)

(In thousands)

	Americas	Europe	Asia	Consolidated
Three Months Ended March 31, 2014				
Research and development revenue	\$ 1,784	\$ -	\$ -	\$ 1,784
Product royalty revenue	13,501	-	-	13,501
Product sales revenue	158	56	6,098	6,312
Co-promotion revenue	362	-	-	362
Contract and collaboration revenue	142	50	10	202
Total revenues	15,947	106	6,108	22,161
Cost of goods sold	150	25	3,342	3,517
Research and development expenses	2,589	1,412	1,134	5,135
Depreciation and amortization	188	166	7	361
Other operating expenses	7,841	2,234	468	10,543
Income (loss) from operations	5,179	(3,731)	1,157	2,605
Interest income	21	3	33	57
Interest expense	(359)	-	(41)	(400)
Other non-operating expense, net	(3)	48	(368)	(323)
Income (loss) before income taxes	\$ 4,838	\$ (3,680)	\$ 781	\$ 1,939
Capital expenditures	\$ 41	\$ -	\$ -	\$ 41
Three Months Ended March 31, 2013				
Research and development revenue	\$ 2,800	\$ -	\$ -	\$ 2,800
Product royalty revenue	11,677	-	-	11,677
Product sales revenue	1	8	2,208	2,217
Co-promotion revenue	61	-	-	61
Contract and collaboration revenue	141	12	11	164
Total revenues	14,680	20	2,219	16,919
Cost of goods sold	23	5	1,254	1,282
Research and development expenses	1,282	2,671	1,676	5,629
Depreciation and amortization	122	250	9	381
Other operating expenses	10,317	598	1,320	12,235
Income (loss) from operations	2,936	(3,504)	(2,040)	(2,608)
Interest income	15	4	-	19
Interest expense	-	(460)	(35)	(495)
Other non-operating expense, net	(16)	(192)	1,289	1,081
Income (loss) before income taxes	\$ 2,935	\$ (4,152)	\$ (786)	\$ (2,003)
Capital expenditures	\$ 14	\$ 103	\$ 3	\$ 120