

NANOIRICIDES, INC.
Form 8-K
October 18, 2011

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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):

October 17, 2011

NANOIRICIDES, INC.
(Exact Name of Registrant as Specified in Its Charter)

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| Nevada (State or Other Jurisdiction of Incorporation) | 000-1379006 (Commission File Number) | 76-0674577 (I.R.S. Employer Identification No.) |
|---|---|--|

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|---|---------------------|
| 135 Wood Street, Suite 205 West Haven, Connecticut (Address of Principal Executive Offices) | 06516 (Zip Code) |
|---|---------------------|

(203) 937-6137
(Registrant's Telephone Number, Including Area Code)

Copies to:

Peter Campitiello, Esq.
Tarter Krinsky & Drogin LLP
1350 Broadway
New York, New York 10018
Tel: 212-216-8085
Fax: 212-216-8001

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 7.01

Regulation FD Disclosure

On October 17, 2011, the Registrant's President and Chairman Anil Diwan terminated his Rule 10b5-1 trading plan (the "Trading Plan") with Laidlaw & Co. (UK) Ltd. ("Laidlaw"). The Trading Plan authorized the sale of up to 2,000,000 of Dr. Diwan's shares of the Registrant's common stock, par value \$0.001 per share (the "Common Stock"). From May 6, 2011 through October 17, 2011, Dr. Diwan sold an aggregate of 1,173,655 shares of Common Stock, at varying prices, in accordance with the conditions of the Trading Plan.

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 THEREUNTO DULY AUTHORIZED.

NANOIRICIDES, INC.

Date: October 17, 2011

By:

/s/ Anil Diwan
Dr. Anil Diwan, Ph.D.
President, Chairman