

SOLIGENIX, INC.  
Form 424B3  
November 23, 2009

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Prospectus Supplement dated  
November 13, 2009

Filed Pursuant to Rule  
424(b)(3)  
File No. 333-162375

SOLIGENIX, INC.

This prospectus supplement supplements:

- the prospectus dated October 20, 2009 relating to the offer and sale by the selling stockholders identified in the prospectus of up to 36,755,075 shares of our common stock.

This prospectus supplement contains the Form 10-Q we filed with the Securities and Exchange Commission on November 13, 2009. 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

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

For the Quarterly Period Ended September 30, 2009

( ) 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

(Issuer'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 Exchange Act during the past 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

At November 10, 2009, 185,501,158 shares of the registrant's common stock (par value, \$.001 per share) were outstanding.

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## PART I. - FINANCIAL INFORMATION

## ITEM 1 - FINANCIAL STATEMENTS

Soligenix, Inc.  
Consolidated Balance Sheets

	September 30, 2009 (Unaudited)	December 31, 2008
Assets		
Current assets:		
Cash and cash equivalents	\$ 7,487,317	\$ 1,475,466
Grants receivable	762,246	278,316
Inventory, net	109,043	82,182
Prepaid expenses	162,994	86,837
Total current assets	8,521,600	1,922,801
Office and laboratory equipment, net	25,609	21,217
Intangible assets, net	1,431,648	1,418,717
Total assets	\$ 9,978,857	\$ 3,362,735
Liabilities and shareholders' equity		
Current liabilities:		
Accounts payable	\$ 1,491,008	\$ 1,015,005
Accrued compensation	222,835	370,614
Total current liabilities	1,713,843	1,385,619
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; 185,501,158 shares and 118,610,704 shares issued and outstanding in 2009 and 2008, respectively	185,501	118,610
Additional paid-in capital	115,987,637	104,176,253
Accumulated deficit	(107,908,124)	(102,317,747)
Total shareholders' equity	8,265,014	1,977,116
Total liabilities and shareholders' equity	\$ 9,978,857	\$ 3,362,735

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

Soligenix, Inc.  
 Consolidated Statements of Operations  
 For the Three Months Ended September 30,  
 (Unaudited)

	2009	2008
Revenues, principally from grants	\$ 766,645	\$ 605,736
Cost of revenues	(584,329)	(538,182)
Gross profit	182,316	67,554
Operating expenses:		
Research and development	1,109,333	60,238
General and administrative	617,735	410,336
Stock-based compensation - research and development	25,314	39,584
Stock-based compensation - general and administrative	90,922	36,792
Total operating expenses	1,843,304	546,950
Loss from operations	(1,660,988)	(479,396)
Other income:		
Interest income, net	611	3,695
Net loss	\$ (1,660,377)	\$ (475,701)
Basic and diluted net loss per share	\$ (0.01)	\$ -
Basic Basic and diluted weighted average common shares outstanding	168,093,600	102,767,174

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

Soligenix, Inc.  
Consolidated Statements of Operations  
For the Nine Months Ended September 30,  
(Unaudited)

	2009	2008
Revenues, principally from grants	\$ 1,629,277	