

DERMA SCIENCES, INC.  
Form SC 13D/A  
January 13, 2017

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

SCHEDULE 13D  
THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 3)\*

Derma Sciences, Inc.  
(Name of Issuer)

Common Stock, par value \$0.01 per share  
(Title of Class of Securities)

249827502  
(CUSIP Number)

Broadfin Capital, LLC  
300 Park Avenue, 25<sup>th</sup> Floor  
New York, New York 10022  
Telephone - (212) 808-2460  
(Name, Address and Telephone Number of Person Authorized to Receive  
Notices and Communications)

January 11, 2017  
(Date of Event Which Requires Filing of this Statement)

If the filing  
person has  
previously filed  
a statement on  
Schedule 13G to  
report the  
acquisition that  
is the subject of  
this Schedule  
13D, and is  
filing this  
schedule  
because of  
ss.240.13d-1(e),  
240.13d 1(f) or  
240.13d-1(g),

check the  
following box [  
x ].

Note: Schedules  
filed in paper  
format shall  
include a signed  
original and five  
copies of the  
schedule,  
including all  
exhibits. See §  
240.13d-7 for  
other parties to  
whom copies are  
to be sent.

\* The  
remainder of  
this cover page  
shall be filled  
out for a  
reporting  
person's initial  
filing on this  
form with  
respect to the  
subject class of  
securities, and  
for any  
subsequent  
amendment  
containing  
information  
which would  
alter disclosures  
provided in a  
prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 249827502

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Broadfin Capital, LLC

CHECK THE  
APPROPRIATE

2. BOX IF A

MEMBER OF A  
GROUP\*

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

AF

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d)   
OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

0

9.

SOLE  
DISPOSITIVE  
POWER

0

10. SHARES DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING  
PERSON

0

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
CERTAIN SHARES\*

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

OO

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CUSIP No. 249827502

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Broadfin Healthcare Master Fund, Ltd.

CHECK THE  
APPROPRIATE

2. BOX IF A

MEMBER OF A  
GROUP\*

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d)   
OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

0

9.

SOLE  
DISPOSITIVE  
POWER

0

10. SHARES DISPOSITIVE POWER

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PERSON

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CERTAIN SHARES\*

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

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CUSIP No. 249827502

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Kevin Kotler

CHECK THE  
APPROPRIATE

2. BOX IF A

MEMBER OF A  
GROUP\*

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

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OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

7. SOLE VOTING POWER

0

8. SHARED VOTING POWER

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POWER

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0%

14. TYPE OF REPORTING PERSON

IN

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CUSIP No. 249827502

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Broadfin Healthcare Fund, L.P.

CHECK THE  
APPROPRIATE

2. BOX IF A

MEMBER OF A  
GROUP\*

(a)

(b)

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0%

14. TYPE OF REPORTING PERSON

PN

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CUSIP No. 249827502

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Broadfin Healthcare Offshore Fund, Ltd.

CHECK THE  
APPROPRIATE

2. BOX IF A

MEMBER OF A  
GROUP\*

(a)

(b)

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13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

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CUSIP No. 249827502

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Broadfin Advisors, LLC

CHECK THE  
APPROPRIATE

2. BOX IF A

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GROUP\*

(a)

(b)

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0%

14. TYPE OF REPORTING PERSON

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CUSIP No. 249827502

The following constitutes Amendment No. 3 to Schedule 13D filed by the undersigned ("Amendment No. 3"). This Amendment No. 3 amends the Schedule 13D as specifically set forth herein.

Item 3. Source and Amount of Funds or Other Consideration.

Item 3 is hereby amended and restates as follows:

The Shares owned by Broadfin Master were purchased with working capital (which may, at any given time, include margin loans made by brokerage firms in the ordinary course of business) in open market purchases as set forth in Schedule B, which is incorporated by reference herein.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated as follows:

As of the date of this Amendment, none of the Undersigned beneficially own any Common Stock of the Issuer.

(a)-(c)

Schedule B annexed hereto lists all transaction in the Common Stock during the past sixty days by the Undersigned.

(d) Not applicable.

(e) As stated above, the Undersigned ceased to be the beneficial owners of more than 5% of the Common Stock of the Issuer as of January 11, 2017.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 13, 2017  
(Date)

BROADFIN CAPITAL, LLC

By: /s/ Kevin Kotler  
Kevin Kotler, Managing Member

KEVIN KOTLER  
/s/ Kevin Kotler

BROADFIN HEALTHCARE MASTER FUND, LTD.

By: /s/ Kevin Kotler  
Kevin Kotler, Director

BROADFIN HEALTHCARE FUND, L.P.

By: Broadfin Advisors, LLC  
General Partner

By: /s/ Kevin Kotler  
Kevin Kotler, Managing Member

BROADFIN HEALTHCARE OFFSHORE FUND, LTD.

By: /s/ Kevin Kotler  
Kevin Kotler, Director

BROADFIN ADVISORS, LLC

By: /s/ Kevin Kotler  
Kevin Kotler, Managing Member

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).





Schedule A

AGREEMENT

The undersigned agree that this Schedule 13D/A, dated January 13, 2017, relating to the Common Stock par value \$0.01 per share of Derma Sciences, Inc. shall be filed on behalf of the undersigned.

January 13, 2017  
(Date)

BROADFIN CAPITAL, LLC

By: /s/ Kevin Kotler  
Kevin Kotler, Managing Member

KEVIN KOTLER  
/s/ Kevin Kotler

BROADFIN HEALTHCARE MASTER FUND, LTD.

By: /s/ Kevin Kotler  
Kevin Kotler, Director

BROADFIN HEALTHCARE FUND, L.P.

By: Broadfin Advisors, LLC  
General Partner

By: /s/ Kevin Kotler  
Kevin Kotler, Managing Member

BROADFIN HEALTHCARE OFFSHORE FUND, LTD.

By: /s/ Kevin Kotler  
Kevin Kotler, Director

BROADFIN ADVISORS, LLC

By: /s/ Kevin Kotler  
Kevin Kotler, Managing Member



SCHEDULE B

Transactions in the Shares During the Past Sixty Days

Share of Common Stock Purchased/(Sold)	Price Per Date of Share (\$)	Purchase/Sale
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BROADFIN HEALTHCARE MASTER FUND, LTD.

(1,000,000)	6.9506	1/11/2017
(1,562,104)	6.9500	1/11/2017

SK 25125 0001 7391834