

Diplomat Pharmacy, Inc.  
Form 10-Q/A  
November 25, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q/A**

Amendment No. 1

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

For the Quarterly Period Ended September 30, 2014

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 number 001-36677

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**Diplomat Pharmacy, Inc.**

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(Exact name of registrant as specified in its charter)

**Michigan**  
(State or other jurisdiction of  
incorporation or organization)

**38-2063100**  
(I.R.S. Employer  
Identification No.)

**4100 South Saginaw Street, Flint, Michigan**  
(Address of principal executive offices)

**48507**  
(Zip code)

**(888) 720-4450**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name, former address and former fiscal year, if changed since last report)

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Indicate by check mark whether the registrant (1) has 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 the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer   
(Do not check if a smaller  
reporting company)

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

The number of outstanding shares of the registrant's common stock, no par value, as of November 7, 2014 was 51,448,746.



**EXPLANATORY NOTE**

Diplomat Pharmacy, Inc. (the Company ) is filing this Amendment No. 1 on Form 10-Q/A (this Amendment ) to the Company's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2014, which was originally filed with the Securities and Exchange Commission on November 10, 2014 (the Original Report ).

The Company is filing this Amendment for the sole purpose to submit the XBRL files as Exhibit 101 as permitted by the grace period rules.

Except as described above, the Original Report has not been amended, updated or otherwise modified.

**Part II****Item 6. EXHIBITS**

Exhibit Number	Exhibit Description	Form	Previously Included or Incorporated by Reference		
			Period Ending	Exhibit / Appendix Number	Filing Date
10.1.1	Voting Agreement by and among Philip Hagerman and the persons on the signature pages thereto	S-1/A		10.3	August 19, 2014
10.1.2	Joinder to Voting Agreement by and among Philip Hagerman and the persons on the signature pages thereto	S-1/A		10.10	September 29, 2014
10.2*	Diplomat Pharmacy, Inc. 2014 Omnibus Incentive Plan	S-1/A		10.7	September 29, 2014
31.1	Section 302 Certification CEO	10-Q	September 30, 2014	31.1	November 10, 2014
31.2	Section 302 Certification CFO	10-Q	September 30, 2014	31.2	November 10, 2014
32.1**	Section 906 Certification CEO	10-Q	September 30, 2014	32.1	November 10, 2014
32.2**	Section 906 Certification CFO	10-Q	September 30, 2014	32.2	November 10, 2014
101.INS	XBRL Instance Document				
101.SCH	XBRL Taxonomy Extension Schema Document				
101.CAL	XBRL Taxonomy Extension Calculation Linkbase				
101.DEF	XBRL Taxonomy Extension Definition Linkbase				
101.LAB	XBRL Taxonomy Extension Label Linkbase				
101.PRE	XBRL Taxonomy Extension Presentation Linkbase				

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\*Indicates a management contract or compensatory plan or arrangement.

\*\* This certification is deemed not filed for purposes of section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of that section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended.



**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.

DIPLOMAT PHARMACY, INC.

By: /s/ Sean M. Whelan  
Sean M. Whelan  
Chief Financial Officer,  
Principal Financial Officer,  
Principal Accounting Officer

Dated: November 25, 2014