

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Alliqua BioMedical, Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

- Fee paid previously with preliminary materials.
- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11 and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

***** Exercise Your *Right* to Vote *****
**Important Notice Regarding the Availability of Proxy Materials for the
Stockholder Meeting to Be Held on June 23, 2017**

ALLIQUA BIOMEDICAL, INC.

ALLIQUA BIOMEDICAL, INC.
ATTN: BRIAN POSNER
1010 STONY HILL ROAD, SUITE 200
YARDLEY, PA 19067

Meeting Information

Meeting Type: Annual Meeting
For holders as of: April 28, 2017
Date: June 23, 2017 **Time:** 9:00 AM EDT
Location: 1010 Stony Hill Road
Suite 200
Yardley, PA 19067

You are receiving this communication because you hold shares in the above named company.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain
proxy materials and voting instructions.**

— **Before You Vote** —
How to Access the Proxy Materials

Proxy Materials Available to VIEW or RECEIVE:

1. Notice and Proxy Statement 2. Annual Report

How to View Online:

Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) and visit: www.proxyvote.com.

How to Request and Receive a PAPER or E-MAIL Copy:

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET: www.proxyvote.com
- 2) BY TELEPHONE: 1-800-579-1639
- 3) BY E-MAIL*: sendmaterial@proxyvote.com

* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before June 11, 2017 to facilitate timely delivery.

— **How To Vote** —

Please Choose One of the Following Voting Methods

Vote In Person: Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

Vote By Internet: To vote now by Internet, go to www.proxyvote.com. Have the information that is printed in the box marked by the arrow → XXXX XXXX XXXX XXXX available and follow the instructions.

Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting items

The Board of Directors recommends you vote FOR the following:

1. Election of Directors

Nominees

| | | | | |
|------------------|----------------------------|-----------------|-----------------|------------------|
| 01 David Johnson | 02 Winston Kung | 03 Joseph Leone | 04 Gary Rastani | 05 Jeffrey Sklar |
| 06 Mark Wagner | 07 Jerome Zeldis, MD, PhD. | | | |

The Board of Directors recommends you vote FOR proposals 2 through 8.

2. Approval to authorize the Board of Directors of the Company to amend the Company's Certificate of Incorporation in its discretion but prior to the annual meeting of the Company's stockholders in 2018, to effect a reverse stock split of the Company's common stock, at a ratio in the range of 1-for-3 to 1-for-13.

3. Approval of an amendment to the Company's 2014 Long-Term Incentive Plan, to increase the aggregate number of shares of common stock reserved for issuance under the 2014 Plan by an additional 4,000,000 shares, to a total of 9,500,000 shares.

4. To approve the issuance of more than 19.99% of the Company's outstanding common stock at a price per share less than book or market value to investors who participated in a private placement which closed on February 27, 2017 pursuant to the MFW Adjustment.

5. To approve the issuance of shares of the Company's common stock to Jerome Zeldis, M.D., Ph.D., the chairman of the Company's board of directors, pursuant to the MFW Adjustment at a per share purchase price less than the closing bid price of the common stock on February 27, 2017.

6. To approve the issuance of shares of the Company's common stock to Celgene Corporation either (a) pursuant to the MFW Adjustment, or (b) upon exercise of certain warrants to purchase common stock issued by the Company to Celgene on November 18, 2013, and on April 14, 2014, which issuance may result in a change of control of the Company.

7. Ratification of the appointment of Marcum LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2017.

8. An advisory vote on executive compensation as disclosed in these materials.

NOTE: Such other business as may properly come before the Annual Meeting.

Shares of common stock issued in the Private Placement, and the shares of common stock issued pursuant to the MFW Adjustment shall not be entitled to vote on the MFW Adjustment Proposal (Proposal 4), the Chairman MFW Adjustment Proposal (Proposal 5), or the Celgene Proposal (Proposal 6).

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