

UNITED STATES
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): **August 31, 2022**

NANOMIX CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

000-54586

(Commission File Number)

27-0801073

(I.R.S. Employer
Identification No.)

2121 Williams Street, San Leandro, CA 94577

(Address of principal executive offices)

(510) 428-5300

(Registrant's telephone number, including area code)

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:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Not applicable		

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On August 31, 2022, Nanomix Corporation (the “Company”) appointed Tadd S. Lazarus, M.D. as a director of the Company, effective immediately. Dr. Lazarus does not have any family relationship with any director, executive officer or person nominated or chosen by us to become an executive officer. There is no understanding or arrangement between Dr. Lazarus and any other person pursuant to which Dr. Lazarus was selected as a director. There are no transactions in which Dr. Lazarus has an interest requiring disclosure under Item 404(a) of Regulation S-K.

Dr. Lazarus has led multiple organizations as Chief Medical Officer encompassing biochemistry, medical diagnostics, and patient services arenas. From 2019 to present, he is the Chief Medical Officer of Inivata Inc and since June of 2022 he also serves as Chief Medical Officer of Achieve Health Management. From 2017 to 2019 he was Chief Medical Officer of, Clinical Genomics. He served as Chief Medical Officer and Head of Medical & Scientific Affairs, Reimbursement, and Public Policy at Qiagen from 2013 through 2016. In 2010, Lazarus was at Gen-Probe Inc., (now Hologic), as Chief Medical Officer and VP of Clinical Affairs. Lazarus began his career and served for more than 20 years at Roche Diagnostics, where he held positions including Director of Medical and Scientific Affairs and North American Medical Director for the molecular diagnostics, POC, diabetes, clinical chemistry, and immunology lines of business. Dr. Lazarus received a Bachelor of Science in Biology & Physiology from Marlboro College and earned his Medical Degree from Ross University School of Medicine.

On August 31, 2022, the Company issued a press release announcing the appointment of Dr. Lazarus. The press release is attached as Exhibit 99.1 to this report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release, dated August 31, 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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 hereunto duly authorized.

NANOMIX CORPORATION

By: /s/ David Ludvigson
Name: David Ludvigson
Title: Chief Financial Officer

Date: September 9, 2022



Nanomix Appoints Industry Veteran Tadd S. Lazarus, M.D., to the Board of Directors

SAN LEANDRO, Calif. (August 31, 2022) – **Nanomix Corporation (OTCQB: NNMX)** (“**Nanomix**” or the “**Company**”), a leader in the development of mobile, affordable, point-of-care diagnostics, today announced the appointment of Tadd S. Lazarus, M.D., to the Board of Directors as an independent director.

“We are extremely pleased to welcome Tadd S. Lazarus, M.D., to the board and leadership of the Company” said Dr. Thomas Schlumpberger, CEO of Nanomix. “His medical leadership will be of great value for commercializing the current Nanomix critical infection assay panel as well as for developing new products on the Nanomix platform, the eLab.”

“Dr. Lazarus brings an important medical and industry perspective to the Nanomix Board,” said Garrett Gruener, Chairman of the Nanomix Board of Directors. “Tadd’s input and counsel will be very valuable as we accelerate our commercial efforts and broaden our product portfolio.”

“I am thrilled about working with the Nanomix team to fully develop the exciting eLab mobile diagnostics testing platform. The Nanomix goal to improve Point of Care testing for critical conditions will meet an important and growing need in the medical community,” said Tadd S. Lazarus, MD.

Dr. Lazarus has led multiple organizations as Chief Medical Officer encompassing biochemistry, medical diagnostics, and patient services arenas. Companies include Achieve Health Management, Inivata Inc., and Clinical Genomics. He served as Chief Medical Officer and Head of Medical & Scientific Affairs, Reimbursement, and Public Policy at Qiagen from 2013 through 2016. In 2010, Lazarus was at Gen-Probe Inc., (now Hologic), as Chief Medical Officer and VP of Clinical Affairs, where he was responsible for a 42-person team dedicated to clinical trials. Lazarus began his career at Roche Diagnostics, where he held simultaneous roles in private practice and as Director of Medical and Scientific Affairs, and then as the North American Medical Director for the molecular diagnostics, POC, diabetes, clinical chemistry, and immunology lines of business. Dr. Lazarus received a Bachelor of Science in Biology & Physiology from Marlboro College and earned his Medical Degree from Ross University School of Medicine.

The Nanomix eLab® system is a mobile, hand-held immunoassay and chemistry diagnostic system designed for the needs of rapid point-of-care testing. The Nanomix eLab® system offers a variety of benefits, including results in minutes, lower cost, and portability, while providing accurate, quantitative results comparable in quality to those provided by central lab testing. Furthermore, the S1 Panel Cartridge was developed as an aid in rapidly diagnosing critical infections including sepsis. The panel provides quantitative test results for procalcitonin (PCT), C-reactive protein (CRP) and lactate (LAC) from a single venous whole blood or plasma sample type. The assay runs on the eLab® Analyzer with results available in approximately 12 minutes from sample to answer, versus the current diagnostic solutions which can take hours to provide a test result. The S1 Panel assay has received the CE marking in Europe and has UK Medicines and Healthcare products Regulatory Agency (MHRA) registration.

About Nanomix Corporation

Nanomix (OTCQB: NNMX) is developing mobile point-of-care diagnostics with its Nanomix eLab® System platform and assays that provide rapid, accurate, quantitative information for use in settings where time is critical to clinical decision-making and improved patient care. The company's products are designed to broadly impact healthcare delivery by bringing diagnostics to the point of initial patient interaction, whether in the hospital or in pre-hospital, remote or alternate-care settings, thereby enabling faster clinical decision-making and potentially treatment-in-place. Nanomix's first assays address the need for faster diagnosis of critical infections including sepsis. The company is developing a pipeline of other tests designed to improve patient outcomes by making high-quality diagnostic information available within minutes. For more information, visit www.nano.com.

Forward-Looking Statements

Certain statements in this press release constitute "forward-looking statements" within the meaning of the federal securities laws. Forward looking statements include statements regarding the Company's intentions, beliefs, projections, outlook, analyses or current expectations concerning, among other things, the Company's ongoing and planned product development; the Company's intellectual property position; the Company's ability to develop commercial functions; expectations regarding product launch and revenue; the Company's results of operations, cash needs, spending, financial condition, liquidity, prospects, growth and strategies; the industry in which the Company operates; and the trends that may affect the industry or the Company. Forward-looking statements are not guarantees of future performance and actual results may differ materially from those indicated by these forward-looking statements as a result of various important factors, as well as those risks more fully discussed in the section entitled "Risk Factors" in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2021, as well as discussions of potential risks, uncertainties, and other important factors in the Company's subsequent filings with the Securities and Exchange Commission. All such statements speak only as of the date made, and the Company undertakes no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise.

Investor Relations Contact:

Natalya Rudman
Crescendo Communications, LLC
Email: NNMX@crescendo-ir.com
Tel: (212) 671-1020 Ext.304

###
