

# SECURITIES & EXCHANGE COMMISSION EDGAR FILING

**Nemaura Medical Inc.**

**Form: 8-K**

**Date Filed: 2019-08-01**

Corporate Issuer CIK: 1602078

**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of  
the Securities Exchange Act 1934

Date of Report (Date of earliest event reported): **July 31, 2019**

**NEMAURA MEDICAL, INC.**

(Exact name of registrant as specified in charter)

**Nevada**

(State or other jurisdiction of incorporation)

**001-38355**

(Commission File Number)

**46-5027260**

(IRS Employer Identification No.)

**Advanced Technology Innovation Centre,  
Loughborough University Science and Enterprise Parks,  
5 Oakwood Drive,  
Loughborough, Leicestershire  
LE11 3QF  
United Kingdom**

(Address of principal executive offices)

N/A

(Zip Code)

Registrant's telephone number, including area code:

**00 44 1509 222912**

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(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of 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(b) under the Exchange Act (17 CFR 240.14a-12(b))
- 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:

<b>Title of each class</b>	<b>Trading Symbol(s)</b>	<b>Name of each exchange on which registered</b>
Common Stock	NMRD	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 1.01. Entry into Material Definitive Agreement**

On July 31, 2019, Nemauro Medical, Inc. (the "Company") entered into a Loan Agreement with Carter Gem Properties Limited ("Carter Gem") pursuant to which Carter Gem agreed to lend the Company up to Eight Million Dollars (\$8,000,000) in tranches with a 20 calendar day notice prior to each tranche. The loan carries an Eight Percent (8%) interest rate with quarterly payments and balloon maturity date in Five (5) years. Carter Gem has discretion to proceed with each tranche.

Carter Gem is a company owned by a trust designed to benefit the family of Mr. Sufyan Ismail, who is a major shareholder of Nemauro Medical

The foregoing description of the Loan Agreement is qualified in its entirety by reference to the Loan Agreement, which shall be filed as an Exhibit to the Company's Form 10-Q for this reporting period.

### **Item 8.01. Other Events**

On August 1, 2019, Nemauro Medical Inc. issued a press release announcing the Loan Agreement with Carter Gem Properties Limited. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1.

### **Item 9.01 Financial Statements and Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press Release dated August 1, 2019</a>

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Nemauro Medical, Inc.**

By: /s/ Dewan F H Chowdhury

Name: Dewan F H Chowdhury

Title: Chief Executive Officer

Dated: August 1, 2019

**Nemauro Medical Inc. Announces \$8 million Senior Debt Facility  
Provided by Existing Investors**

**Loughborough, England – August 1, 2019 – Nemauro Medical, Inc. (NASDAQ: NMRD)**, a medical technology company focused on the commercialization of SugarBEAT® as a non-invasive, affordable and flexible Continuous Glucose Monitor (CGM) for use by diabetics and pre-diabetics, today announced an \$8 million (USD) senior credit facility from existing major shareholders, with the first \$3.5 million available immediately, to help fund the Company's European commercial launch plans. The non-dilutive credit facility will carry 8% interest with quarterly payments and the principal due only upon maturity in 5 years. The credit facility has no stock, warrants, or equity related instruments, or other associated expenses.

Dr. Faz Chowdhury, CEO of Nemauro, stated, "Nemauro is at an exciting inflection point, having recently received CE Mark approval for SugarBEAT®, the world's first non-invasive, needle-free, continuous glucose monitor. We recently submitted a De Novo 510(k) medical device application to the U.S. Food and Drug Administration for SugarBEAT®. We are now aggressively entering the commercialization phase in Europe and other markets, and access to these non-dilutive funds will allow us to accelerate our commercialization timelines. The CGM market is experiencing rapid growth as larger segments of the diabetic market have started to adopt CGM. We believe SugarBEAT® has distinct advantages as it does not puncture the skin to insert a sensor filament inside the skin and instead the sensor sits on the surface of the skin. The sensor can be worn daily or intermittently, as desired by the user, allowing us to offer a highly competitive product and target both the diabetic (insulin and non-insulin dependent) and pre-diabetic markets. In addition, we plan to target the wearable health tech and digital health markets, which are both experiencing explosive growth. Overall, we estimate the total addressable market to be roughly \$179 billion, many times larger than the market addressable by the current competition. The willingness of several of our long-term investors to provide this debt facility at very favorable terms to the Company further validates our confidence in the outlook for SugarBEAT® and the tremendous market potential."

**About Nemauro Medical, Inc.:**

Nemauro Medical, Inc. (NASDAQ: NMRD), is a medical technology company commercializing SugarBEAT® as a non-invasive, affordable and flexible Continuous Glucose Monitor (CGM) designed to help people with diabetes and pre-diabetics better manage their glucose levels by spending more time in range. Insulin users can adjunctively use SugarBEAT® when calibrated by a finger stick reading. SugarBEAT® consists of a daily, disposable adhesive skin-patch connected to a small form factor rechargeable transmitter, connected via Bluetooth to a specially designed mobile application, which displays glucose readings at five-minute intervals throughout the day.

**For more information visit:**

[www.NemauroMedical.com](http://www.NemauroMedical.com)

[www.SugarBEAT.com](http://www.SugarBEAT.com)

**Cautionary Statement Regarding Forward Looking Statements:**

The statements in this press release that are not historical facts, and may constitute forward-looking statements that are based on current expectations and are subject to risks and uncertainties that could cause actual future results to differ materially from those expressed or implied by such statements. Those risks and uncertainties include, but are not limited to, risks related to regulatory approvals and the success of Nemauro's ongoing studies, including the safety and efficacy of Nemauro's SugarBEAT® system, the failure of future development and preliminary marketing efforts, Nemauro's ability to secure additional commercial partnering arrangements, risks and uncertainties relating to Nemauro and its partners' ability to develop, market and sell SugarBEAT®, the availability of substantial additional equity or debt capital to support its research, development and product commercialization activities, and the success of its research, development, regulatory approval, marketing and distribution plans and strategies, including those plans and strategies related to SugarBEAT®. These and other risks and uncertainties are identified and described in more detail in Nemauro's filings with the Securities and Exchange Commission, including, without limitation, its Annual Report on Form 10-K for the current year, its Quarterly Reports on Form 10-Q, and its Current Reports on Form 8-K. Nemauro undertakes no obligation to publicly update or revise any forward-looking statements.

**Contact:**

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