

MIMEDX GROUP, INC.
Form 8-K
May 18, 2018

UNITED STATES
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): May 14, 2018

MIMEDX GROUP, INC.
(Exact name of registrant as specified in charter)

Florida 001-35887 26-2792552
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

1775 West Oak Commons Ct, NE 30062
Marietta, GA (Zip Code)
(Address of principal executive offices)

(770) 651-9100
(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 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))

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 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.

On May 14, 2018, MiMedx Group, Inc. (the "Company") received notice, as expected, from Nasdaq that the Company's common stock no longer complies with Nasdaq's Listing Rule 5250(c)(1) for continued listing because the Company has not yet filed its quarterly report on Form 10-Q for the period ended March 31, 2018. Previously, Nasdaq notified the Company of its failure to file its annual report on Form 10-K for the period ended December 31, 2017.

The Nasdaq notice has no immediate effect on the listing of the Company's common stock. Nasdaq Listing Rule 5250(c)(1) requires Nasdaq-listed companies to timely file all periodic reports. The Company previously submitted a plan to regain compliance, and Nasdaq can grant an exception for the Company to remain listed for up to 180 calendar days from the due date of the initial delinquent filing if Nasdaq accepts the plan. Nasdaq has informed the Company that any additional exception to allow the Company to regain compliance with all delinquent filings will be limited to a maximum of 180 days from the due date of the initial delinquent filing, or until August 28, 2018.

Item 7.01 Regulation FD Disclosure.

The Company today issued a press release regarding the matters in Item 3.01. A copy of the press release is furnished herewith as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. The information provided pursuant to Item 7.01 of this Form 8-K is to be considered "furnished" and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 Press release dated May 18, 2018.

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.

MIMEDX GROUP, INC.

Dated: May 18, 2018 By: /s/ Michael J. Senken
Michael J. Senken, Chief Financial Officer