

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 OF 1934

Date of Report (Date of earliest event reported): July 6, 2023

PROSOMNUS, INC.

(Exact name of registrant as specified in its charter)

Delaware	001-41567	88-2978216
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)
5675 Gibraltar Avenue		
Pleasanton, CA		94588
(Address of Principal Executive Offices)		(Zip Code)

Registrant's telephone number, including area code: (844) 537-5337

(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 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
Common Stock, par value \$0.0001 per share	OSA	The Nasdaq Stock Market LLC
Warrants, each whole warrant exercisable for one share of Common Stock for \$11.50 per share	OSA AW	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 (§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 2.02. Results of Operations and Financial Condition.

On July 6, 2023, ProSomnus, Inc. (the “Company”) issued a press release announcing its planned second quarter 2023 Investor Call and Business Update and disclosing, among other things, that the Company will provide an update on its continuing trend of commercial performance (the “Press Release”). A copy of the Press Release is furnished hereto as Exhibit 99.1 and is incorporated by reference herein.

The information in Item 2.02 of this Current Report on Form 8-K, including the Press Release incorporated by reference herein, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), nor incorporated by reference in any filing under the Securities Act of 1933, as amended (the “Securities Act”), or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
<u>99.1</u>	<u>Press Release issued by ProSomnus, Inc. dated July 6, 2023.</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

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.

PROSOMNUS, INC.

By: /s/ Brian B. Dow
Name: Brian B. Dow
Title: Chief Financial Officer

Dated: July 6, 2023



ProSomnus Announces Second Quarter 2023 Investor Call and Business Update

PLEASANTON, Calif., July 6, 2023 – ProSomnus, Inc. (NASDAQ: [OSA](#)), a leading CPAP alternative for the treatment of Obstructive Sleep Apnea (“OSA”), will report its strong second quarter financial results prior to market open on Thursday, August 3, 2023. ProSomnus Chief Executive Officer, Len Liptak, and Chief Financial Officer, Brian Dow, will host a conference call at 5:30 am PT / 8:30 am ET. Management will provide an update on the Company’s commitment to commercial performance and ongoing clinical data demonstrating positive patient outcomes for ProSomnus’s patient-preferred, first-line precision oral appliance therapy for the significant patient population afflicted with OSA.

Investor Call Dial-In Information

Interested parties may register for the conference call using the following link [ProSomnus Q2 2023 Conference Call](#). You may access the live webcast of the conference call by using the following link: [ProSomnus Q2 2023 Webcast](#). The link will also be posted in the Investor Relations section of the ProSomnus website at [News & Events](#).

About ProSomnus

ProSomnus (NASDAQ: [OSA](#)) is a leading CPAP alternative for the treatment of Obstructive Sleep Apnea, a serious medical disease affecting over 1 billion people worldwide, that is associated with comorbidities including heart failure, stroke, hypertension, morbid obesity, and type 2 diabetes. ProSomnus intraoral medical devices are engineered to precisely track the treatment plan and anatomy for each patient. Non-invasive, patient preferred and easy to use, ProSomnus devices have demonstrated excellent efficacy, safety, adherence, and overall outcomes in a growing body of clinical investigations. ProSomnus precision intraoral devices are FDA-cleared, patented, and covered by commercial medical insurance, Medicare, TRICARE and many Government sponsored healthcare plans around the world, representing over 200 million covered lives. To learn more, visit www.ProSomnus.com.

Forward-looking statements

This press release contains "forward-looking statements" within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, and the U.S. Private Securities Litigation Reform Act of 1995. Forward looking statements include all statements that are not purely historical regarding ProSomnus’s or its management’s intentions, beliefs, expectations and strategies for the future, including those related to ProSomnus’s expected financial and operational results and the clinical study results and data involving the use of ProSomnus’s products and therapies. All forward-looking statements included in this press release, including indications regarding ProSomnus’s expected financial and operational results, are made as of the date of this release, based on information currently available to ProSomnus, deal with future events, are subject to various risks and uncertainties, and actual results could differ materially from those anticipated in those forward-looking statements. The risks and uncertainties that may cause actual results to differ materially from ProSomnus’s current expectations are more fully described in ProSomnus’s Annual Report on Form 10-K filed with the Securities and Exchange Commission on April 14, 2023, any subsequently filed Quarterly Reports on Form 10-Q, and its other reports, each as filed with the Securities and Exchange Commission. Except as required by law, ProSomnus assumes no obligation to update any such forward-looking statement after the date of this report or to conform these forward-looking statements to actual results.

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