

CHAMPIONS ONCOLOGY, INC.

Form 8-K

March 02, 2015

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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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): **February 28, 2015**

**CHAMPIONS ONCOLOGY, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

**0-17263**

**52-1401755**

(State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification No.)

1 University Plaza, Suite 307, Hackensack, New Jersey 07601

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(201) 808-8400**

Not applicable

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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 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))

## INFORMATION TO BE INCLUDED IN THE REPORT

### Item 1.01 Entry into a Material Definitive Agreement

On February 28, 2015, Champions Oncology, Inc. (the “Company”) entered into amendments to convertible promissory notes issued in the principal amount of \$1 million each to Joel Ackerman, the Company’s Chief Executive Officer, and Dr. Ronnie Morris, the Company’s President. The amendments extended the maturity dates of the convertible promissory notes to April 1, 2015. The amendments were approved by the Company’s audit committee.

The foregoing description is a summary only and is qualified in its entirety by reference to the full text of the amendments, which are attached to this Form 8-K as Exhibits 10.1 and 10.2, respectively, and incorporated herein by reference.

*The Company’s press release describing the transaction is attached hereto as Exhibit 99.1.*

### Item 3.02 Unregistered Sales of Equity Securities

The information required by this Item is described in Item 1.01 above.

### Item 9.01. Exhibits.

*(d) Exhibits*

The following exhibits filed herewith:

Exhibit No.

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- 10.1 Amendment No. 1 to Convertible Promissory Note, dated February 28, 2015, between Champions Oncology, Inc. and Joel Ackerman.
- 10.2 Amendment No. 1 to Convertible Promissory Note, dated February 28, 2015, between Champions Oncology, Inc. and Ronnie Morris.
- 99.1 *Press Release dated December 5, 2014.*

**SIGNATURES**

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

**CHAMPIONS  
ONCOLOGY, INC.**

Date: March 2, 2015 By: /s/ Joel Ackerman  
Name: Joel Ackerman  
Title: Chief Executive Officer