### 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 16, 2024

### Nuwellis, Inc.

(Exact Name of Registrant as Specified in its Charter)

Delaware (State or Other Jurisdiction of Incorporation or Organization) 001-35312 (Commission File Number) No. 68-0533453 (I.R.S. Employer Identification No.)

12988 Valley View Road, Eden Prairie, MN 55344 (Address of Principal Executive Offices) (Zip Code)

(952) 345-4200

(Registrant's Telephone Number, Including Area Code) Securities registered pursuant to Section 12(b) of the Act:

Title of each class Common Stock, par value \$0.0001 per share Trading Symbol(s)

Name of each exchange on which registered Nasdaq Capital Market

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)) 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  $\Box$ 

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 8.01. Other Events.

### Corporate Presentation

On July 16, 2024, Nuwellis, Inc. (the "Company") posted an updated corporate presentation to its website at https://ir.nuwellis.com/, which the Company may use from time to time in communications with potential investors or conferences. A copy of the corporate presentation is attached as Exhibit 99.1 to this Current Report on Form 8-K (this "Report").

Exhibit 99.1 hereto contains forward-looking statements within the meaning of the federal securities laws. These forward-looking statements are based on current expectations and are not guarantees of future performance. Further, the forward-looking statements are subject to the limitations listed in Exhibit 99.1 and in the other reports of the Company filed with the U.S. Securities and Exchange Commission ("SEC"), including that actual events or results may differ materially from those in the forward-looking statements.

### Risk Factor Update

On May 8, 2024, the Company filed its <u>Quarterly Report on Form 10-O for the quarter ended March 31, 2024</u> (the "Form 10-Q") with the SEC. This Report is being filed in part to revise Item 1A to include the risk factor included below.

Except as described below, no other changes have been made to the Form 10-Q, and this Report does not otherwise amend, update or change the financial statements or other disclosures in the Form 10-Q. This Report speaks as of the filing date of the Form 10-Q and does not (i) reflect events, results or developments that occurred or facts that became known after the filing date of the Form 10-Q or (ii) modify or update those disclosures affected by subsequent events, results, developments or facts. Among other things, forward-looking statements made in the Form 10-Q have not been revised to reflect events, results or developments that occurred or facts that became known to us after the date of the Form 10-Q, and such statements should be read in conjunction with our filings with the SEC subsequent to the Form 10-Q. This Report should be read in conjunction with the Company's other filings with the SEC subsequent to May 8, 2024.

### If we fail to comply with federal and state laws regarding off-label use of our products, we could face substantial civil and criminal penalties and our business, financial condition, results of operations, and prospects could be adversely affected.

Healthcare professionals may choose to use and prescribe medical devices for uses that are not described in the product's labeling and for uses that differ from those tested in clinical trials and approved or authorized by the regulatory authorities. Medical device companies, however, are prohibited from marketing and promoting products for indications and uses that are not specifically approved or authorized by FDA. Such "off-label" uses are common on the medical world and often are appropriate treatments for some patients. Regulatory authorities in the U.S. generally do not restrict or regulate the treatment choices of healthcare professionals. Regulatory authorities do, however, restrict communications by companies concerning off-label uses of their products. Any FDA approval or marketing authorization that we have or may obtain in the future permits us to promote the subject medical device only for the specific use(s) cleared, approved, certified or otherwise authorized. We are prohibited from marketing or promoting any medical devices for off-label use.

Notwithstanding the regulatory restrictions on off-label promotion, the FDA and other regulatory authorities allow companies to engage in truthful, non-misleading, and non-promotional speech concerning their products. Accordingly, we engage in medical education activities and communicate with healthcare professionals about many aspects of our products and clinical trials. In addition, we are aware that the Aquadex System, which is cleared by FDA solely for use in adults and pediatric patients weighing 20 kg or more, is being used off-label uses to treat patients who weigh under 20 kg, including being modified by children's hospitals so that it can provide dialysis to neonates and other premature infants who were born either without kidneys or without normal kidney function. These patients typically have very few other treatment options given the large extracorporeal blood volume required by standard dialysis machines, the need for blood priming of the dialysis circuit and the use of large catheters. Although we believe that all of our communications regarding off-label uses are in compliance with the relevant regulatory requirements, the FDA or another regulatory authority may disagree, and characterize such communications as marketing and promotion of an off-label use.

If the FDA determines that we have marketed or promoted our products for off-label use by us or our commercial partners, it could request that we or our commercial partners modify those promotional materials. We also could be subject to regulatory or enforcement actions, including the issuance of an untitled letters or warning letters, injunctions, seizures, civil fines and criminal penalties.

In addition to FDA, we may be subject to significant enforcement actions from other federal and state enforcement authorities, such as the Department of Justice and the Office of the Inspector General of the Department of Health and Human Services, if they consider our communications, including promotional and training materials, to constitute promotion of an uncleared, uncertified or unapproved use of a medical device. In the U.S., engaging in the impermissible promotion of our products, following approval, for off-label uses can also subject us to false claims and other litigation under federal and state statutes, including fraud and abuse and consumer protection laws, which can lead to civil and criminal penalties and fines, agreements with governmental authorities that materially restrict the manner in which we promote or distribute therapeutic products and do business through, for example, corporate integrity agreements, suspension or exclusion from participation in federal and state healthcare programs, and debarment from government contracts and refusal of future orders under existing contracts. These laws include the federal False Claims Act, which allows any individual to bring a lawsuit against a company on behalf of the federal government alleging submission of false or fraudulent claims or causing others to present such false or fraudulent claims, for payment by a federal program such as Medicare or Medicaid. If the government decides to intervene, the individual may pursue the case alone. Many False Claims Act lawsuits against, and preceding investigations of, manufacturers of healthcare programs. In addition, False Claims Act lawsuits may expose manufacturers to follow-on claims by private payors based on fraudulent marketing practices. This growth in litigation has increased the risk that a company will have to defend a false claim action, pay settlement fines or restitution, as well as criminal and civil penalties, agree to comply with burdensome reporting and compliance obligations, and be excl

Additionally, we must have adequate substantiation for the claims we make for our products and services. If any of our claims are determined to be false, misleading or deceptive, our products and services could be considered misbranded under the FDCA or in violation of the Federal Trade Commission Act. We could also face lawsuits from our competitors under the Lanham Act alleging that our marketing materials are false or misleading.

Foreign jurisdictions have their own laws and regulations concerning medical devices, including marketing authorizations and certifications, communications about off-label uses, and substantiation of advertising and promotional claims. Failure to comply with those laws and regulations could result in actions against us, including fines, penalties and exclusion from the market. Any such actions could adversely affect our ability to market new products and services or continue to market existing products and services in those jurisdictions.

### Item 9.01. Financial Statements and Exhibits.

Exhibit	
Number	Exhibit Description
99.1	Corporate Presentation, dated July 16, 2024
104	Cover Page Interactive Data File (embedded within Inline XBRI, 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.

NUWELLIS, INC.

By: Name: Title: /s/ NESTOR JARAMILLO, JR Nestor Jaramillo, Jr. President and Chief Executive Officer

Date: July 16, 2024





# **Investor Presentation**

July 2024

## Safe Harbor Statement

### **Forward Looking Statement**

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended and Section 21E of the Securities and Exchange Act, as amended regarding our plans, expectations, beliefs, estimates, goals and outlook for the future that are intended to be covered by the Private Securities Litigation Reform Act of 1995. Except for statements of historical fact, all forward-looking statements are management's present expectations and are not guarantees of future events and are subject to a number of known and unknown risks and uncertainties and other factors that may cause actual results to differ materially from those expressed in, or implied by, such forward-looking statements. In some cases, you can identify forward-looking statements by terminology such as "may," "will," "could," "should," "plan," "predict," "potential," "orplect," "promising," "expect," "estimate," "anticipate," "intend," "goal," "strategy," "milestone," and similar expressions and variations thereof. Various factors could cause actual results to differ materially from these statements including our ability to execute on our commercial strategy and to grow our Aquadex® business, the possibility that we may be unable to raise sufficient funds necessary for our products, potentially competitive product offerings, intellectual property protection, our expectations with respect to product development and commercialization efforts, our ability to increase market and physician acceptance of our products, potentially competitive product offerings, intellectual property protection, our expectations with opportunities and the other risks set forth under the caption "Risk Factors" and elsewhere in our periodic and other reports filed with the U.S. Securities and Exchange Commission ("SEC"), including our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 and subsequent reports. We are providing this information as of the date of this presentation, and we undertake no

Aquadex FlexFlow® and Aquadex SmartFlow® are registered trademarks of Nuwellis, Inc. Aquadex ® is a trademark of Nuwellis, Inc.

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### **Financial and Statistical Data**

This presentation also contains estimates and other statistical data made by independent parties and by us relating to market shares and other data about our industry. These data involve a number of assumptions and limitations and have not been reviewed or audited by our independent registered accounting firm. You are cautioned not to give undue weight to such estimates. In addition, projections, assumptions and estimates of our future performance and future performance of the markets in which we operate are necessarily subject to a high degree of uncertainty and risk. Neither we nor our advisors or representatives makes any representations as to the accuracy or completeness of that data or undertake to update such data after the date of this presentation.

### Trademarks

The trademarks included herein are the property of the owners thereof and are used for reference purposes only. Such use should not be construed as an endorsement of such products.

### Additional Information

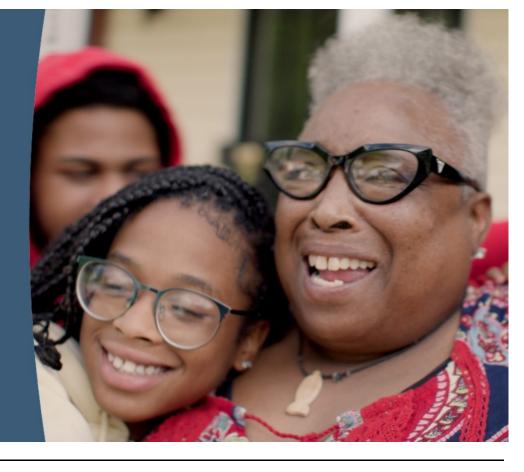
You should read the documents that we have filed with the SEC for more complete information about us. We encourage you to read such documents in full for more detailed information, statistics, reports and clinical trials referenced in this presentation. You may access these documents for free by visiting EDGAR on the SEC website at http://www.sec.gov.





# **Our Mission**

Nuwellis is dedicated to transforming the lives of patients suffering from Fluid Overload through science, collaboration, and innovation.



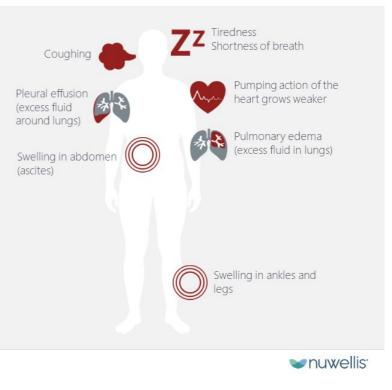
# **The Problem**

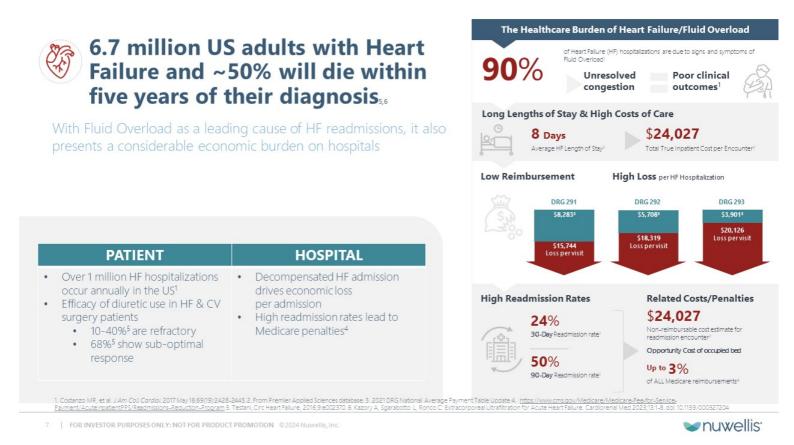
Fluid Overload presents a significant public health challenge that impacts both patient outcomes and hospital resources.



## What is Hypervolemia (Fluid Overload)?

Hypervolemia is an excess of fluid in the bloodstream, vital organs and interstitial space that results in an array of patient symptoms





### The market faces an urgent challenge as three patient categories grapple with the debilitating impact of Fluid Overload across multiple hospital specialty units

Fluid Overload is a leading cause of hospital readmission post 30 days following cardiac surgery<sup>2</sup>



90% of all heart failure hospitalizations are due to symptoms of Fluid Overload <sup>1</sup>



For critically ill patients in the ICU, Fluid Overload was associated with a markedly increased risk for 90-day mortality<sup>3</sup>



In pediatric patients, Fluid Overload is associated with **significant increases in mortality**<sup>4-5</sup>

1. Costanzo MR, et al. JACC. 2017 May 16;69(19):2428-2445. 2. Iribarne A, et al. Ann Thorac Surg. 2014; 98(4):1274-80. 3. Vaara ST et al. Crit Care.2012; 16:1-11. 4. Sutherland SM, et al. Am J Kidney Disease. 2010; 5(2):316-25. 5. Gillespie RS, et al. Ped Nephro 2004; 19(12):1394-99.



# Diuretics, the current standard of care, have significant limitations leaving a gap in clinical care

Diuretics provide insufficient symptom relief and are **associated with in hospital worsening heart** failure and **increased mortality** after discharge<sup>1</sup>

- High risk of readmissions <sup>1</sup>
- Long-term use of diuretics is associated with kidney damage<sup>1-4</sup>
- Efficacy of diuretic use in HF & CV surgery patients
  - 10-40%<sup>5</sup> have poor diuretic response
  - 68%<sup>5</sup> show sub-optimal response

"Diuretic resistance has been a well-known challenge in the care of these patients, and not surprisingly is tied to worse prognosis."<sup>6</sup>

"Extracorporeal Ultrafiltration for Acute Heart Failure" Cardiorenal Medicine Journal

1. Costanzo MR, et al. JACC. 2017;69(19)2428-2445.2. Felker MG & Mentz RJ. JACC. 2012;59(24):2145-53.3. Al-Naher et al. Br J Clin Pharmacol. 2018 Jan; 84(1): 5–17. 4. Butler J et al. Am Heart J. 2004 Feb; 147(2):331-8. 5. Testani JM, et al. Circ Heart Fail. 2016;9(1):e002370. 6. Kazory et al. Cardiorenal Med 2023;13:1-8. doi:10.1159/000527204.



Market Opportunity Across our three strategic patient categories, we have an enormous opportunity to improve outcomes for Fluid Overload patients across multiple hospital specialty units.



### With a large and expanding addressable market, Nuwellis stands at the forefront of a transformative healthcare opportunity

Outpatient market opportunity adds \$0.5B+ to addressable market (heart failure and advanced liver disease)



# **Differentiated Solutions** Nuwellis is a different company today



# Aquadex represent our foundation, positioning the company to effectively address significant market opportunities

Robust clinical foundation reinforces strategic technology expansion and collaboration



Our hero therapy:

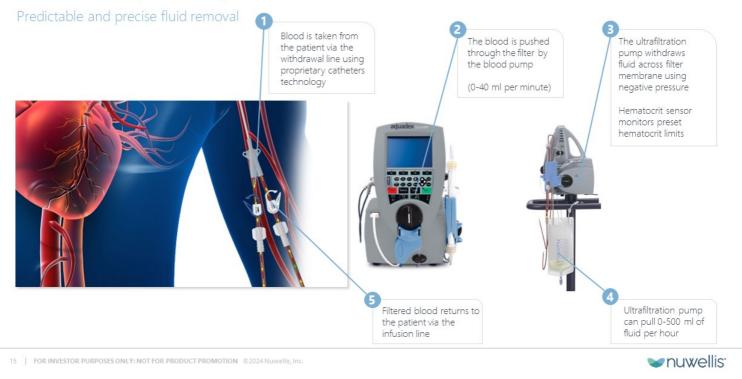
# Aquadex<sup>®</sup> A clinically superior

solution for Fluid Overload

The <u>only</u> device of its kind in the market



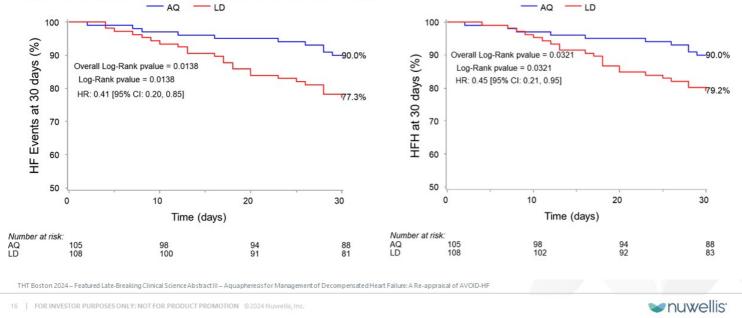
# How the Aquadex system works



# SF.

## At a Recent Late Breaking Clinical Trials, Significant Reduction in HF Events and HF Hospitalization at 30 Days

Presented at THT 2024 in early March, a re-appraisal of a 224-patients randomized controlled trial (AVOID-HF) demonstrated statistically significance reductions at 30 days.



## **Aquadex**

A proven and predictable solution for Fluid Overload.

# aquadex

# /4 fewer hospitalizations<sup>1</sup>

At one year after Aquadex therapy treatment, compared to 2.14 before treatment

12.4% readmission rate Compared to the 24% national average at 30 days<sup>1</sup>

\$3,975 in average savings Reduces length of hospital stay when initiated early, resulting in average savings of \$3,975 (14%)<sup>6-7</sup>

# Over \$2B addressable market

### Reintroduced in 2016

- An estimated 25,700 patients treated across all three of our customer categories9
- From proprietary technology to unmatched advantages in Fluid Overload therapy, Aquadex has the potential to be the standard of care for diuretic resistant patients

### Product Strategy & Differentiation

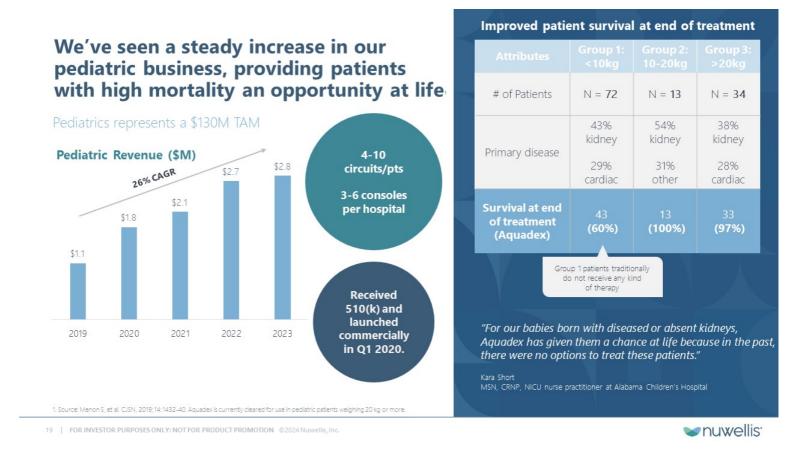
- More effective in decongesting resulting in stabilized or improved cardiac hemodynamics<sup>2-5</sup>
- Easier to set-up than CRRT; built-in Hematocrit sensor allows real-time measurement of blood volume changes
- Designed for multiple settings: ICU, Stepdown Unit, Telemetry Unit, HF Floor, and Outpatient versus ICU only for CRRT
- Predictably removes excess isotonic fluid (water and sodium)<sup>8</sup>
- No significant changes to kidney function<sup>1</sup>



# Coming soon:

Vivian<sup>™</sup> Our pediatric solution On track for H1 2027 launch





## Introducing Vivian<sup>™</sup>

60% survival to end therapy

In patients <20 kg who primarily received Slow Continuous Ultrafiltration  $({\rm SCUF})^3$ 

8.5x mortality

critically ill patients

Therapy to fill crucial gaps, offering a lifeline to critically ill neonates and children



Ultrafiltration Hemofiltration Hemodialysis

### Launch best-in-class pediatric CRRT system, H1 2027

 Early feedback from pediatric nephrologists: "This will be a game-changer for US." Nuwellis Pediatric Advisory Board member

### Product Strategy & Differentiation

- Integrates Ultrafiltration with Hemofiltration and Hemodialysis capabilities
- Expected broadest weight indication: 2.5 kg +
- Safety features: lowest extracorporeal blood volume; built-in hematocrit sensor
- Clinician-driven UX design
- Product name: "Viv" Latin root means life; Vivian Lady of the Lake in King Arthur, allusion to Land of 10,000 Lakes

1. Sutherland SM, et al. American Journal of Kidney Diseases, vol. 55, no. 2, pp. 316-325, February 2010, 2. Gillespie RS, et al. Pediatric Nephrology, vol. 19, no. 12, pp. 1394-1399, December 2004, 3. Menon S, et al. CJSAN, vol 14, October 2019.

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\$130m addressable pediatric market

Fluid Overload drives pediatric morbidity and mortality risk in

Children with >20% fluid overload had an odds ratio for mortality of 8.5 compared to children with <20% FO  $^{1,2}$ 

Providing renal support and hemodynamic stability can be life-saving



# We are keenly focused on developing novel technology with a strong IP portfolio

13 issued patents with protection up to 2043

- Robust and evolving portfolio of patents circling the technology
- 19 Nuwellis patent applications (US & EU) in addition to licensed IP from Baxter
- Wide technology scope coverage





**Strategic Collaborations** Our collaborations with DaVita and SeaStar are expanding market access, bolstering technology offerings, and accelerating Nuwellis growth trajectory.

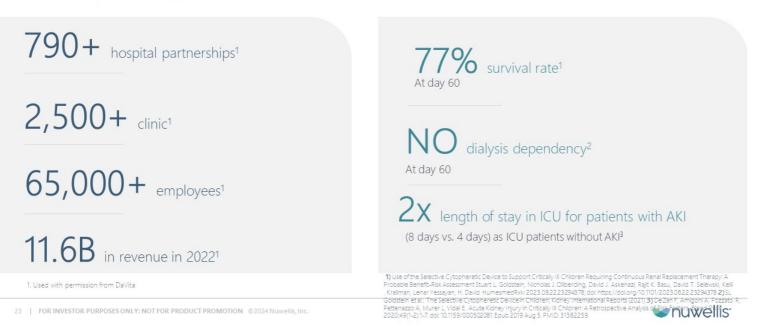




In June of 2023, we launched a supply and collaboration agreement with DaVita to expand the access of Aquadex therapy for heart failure



SeaStar distribution and licensing agreement to offers a new Selective Cytopheretic Device (SCD-PED) for pediatric patients with AKI



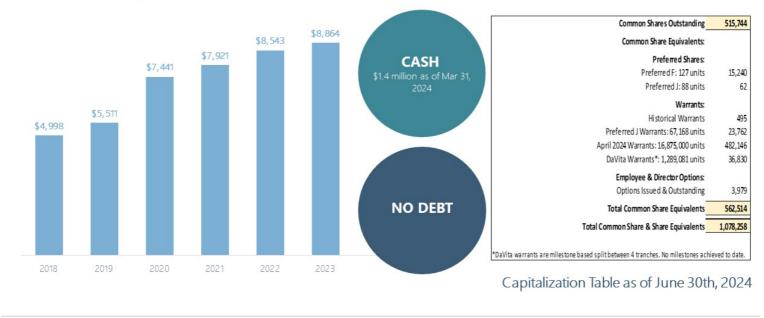
Financial Snapshot Key Milestones Executive Team Investment Highlights

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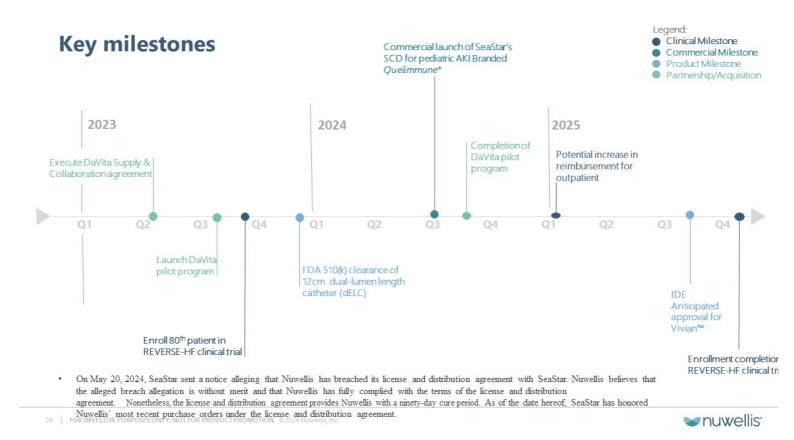
vnuwellis<sup>.</sup>

# With a track record of revenue growth, we believe our strategy will lead to continued revenue growth

Annual Revenue (\$000)







### Our diverse leadership team boasts extensive industry experience and a successful history of commercialization





Nestor Jaramillo, Jr. Rob Scott President & Chief Executive Officer Chief Financial Officer



John Kowalczyk Senior Vice President of Sales & Marketing



Sandra Eayrs

Chief Human Resources Officer

John Jefferies, M.D. Chief Medical Officer



Megan Cotts VP of Clinical Research and Reimbursement



Neil P. Ayotte General Counsel, SVP & Chief Compliance Officer

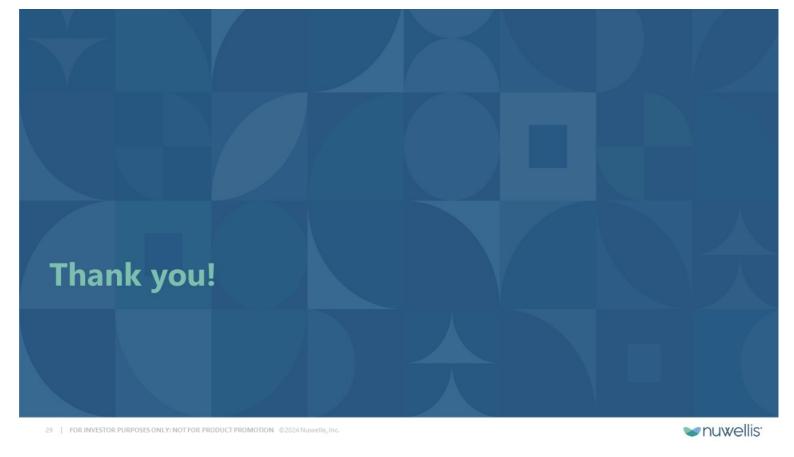
- Seasoned Leadership: Over 200 years' ofcollective experience in clinical practice and the medical device industry, with significant tenures at industry leaders such as Medtronic, Boston Scientific, and Abbott/St. Jude Medical.
- Commercialization Prowess: Demonstrated success in commercializing various therapies, showcasing the team's ability to bring innovative medical devices to market effectively.
- Strategic Industry Involvement: In-depth industry knowledge and strategic insights gained from working with major players in the medical device sector.
- Adaptive Management: Dynamic management style with a history of successfully navigating challenges and adapting to evolving market dynamics.
- Innovative Contribution: Track record of contributing to the growth and success of previous ventures through innovation and product development.



## **Investment Highlights**

We're confident that the key catalysts we will pursue in 2024 should support a valuation of 3-5x revenue.







## DaVita pilot to commercialization

In June of 2023, we launched a supply and collaboration agreement with DaVita to expand the access of Aquadex therapy for Fluid Overload patients



790+ hospital partnerships<sup>1</sup> 2,500+ clinic<sup>1</sup> 65,000+ employees<sup>1</sup>

**11.6B** in revenue in 2022<sup>1</sup>

1. Used with permission from DaVita

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### **Collaboration Strategy**

- Pilot Aquadex to treat adult patients with congestive heart failure in select U.S. markets
- Offer Aquadex to patients across a network of hospitals and outpatient clinics
- Enable accelerated commercial expansion of Aquadex
- Provides DaVita the option to acquire up to 19.9% of Nuwellis

### **Expected Collaboration Benefits**

- Improved patient outcomes and lower long-term cost of care for hospitals and health care system
- Reduce related healthcare costs for providers and payers
- Accelerated Aquadex market penetration
- Provides DaVita with a new therapy offering



## SeaStar Distribution and Licensing Agreement



SeaStar distribution and licensing agreement offers a new Selective Cytopheretic Device (SCD-PED) for pediatric patients with AKI



At day 60

### 2X length of stay in ICU for patients with AKI (8 days vs. 4 days) as ICU patients without AKI<sup>3</sup>

### **Collaboration Strategy**

- Launch market-first SCD-PED device (2024)
- Offer new product to existing Nuwellis pediatric customers
- Develop relationships at new pediatric accounts to support Vivian launch in 2027
- Explore Nuwellis manufacturing viability for SCD
- Strengthen Nuwellis pediatric product portfolio

### **Expected Collaboration Benefits**

- New revenue stream
- Therapeutic diversification
- Strong strategic fit with Vivian

1) Use of the Selective Cytopheretic Device to Support Critically III Children Requiring Continuous Renal Replacement Therapy: A Probable Benefit-Risk Assessment Stuart L. Goldstein, Nicholas J. Oliberding, David J. Askenazi, Rajit K. Basu, David T. Selewski, Kelli . Kraliman, Lenar Yessayan, H. David HumesmedRxiv 2023.08.22.3294378; doi: https://doi.org/10.1101/2023.08.22.3394378; doi: https://doi.org/10.1101/2023.08.22.3394



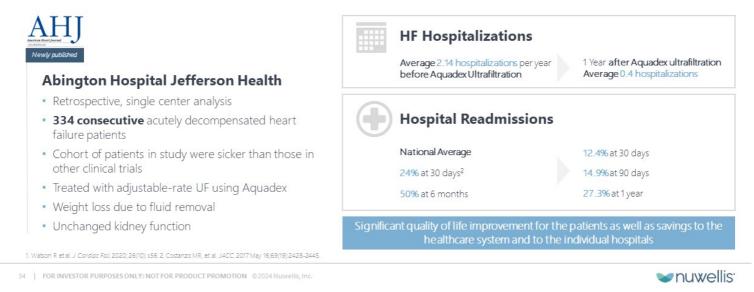
Market Validation Real-world testimonials and clinical studies provide meaningful validation for Nuwellis' products.



# Ultrafiltration: Positive ROI, clinical and economic benefits

81% reduction in heart failure hospitalizations per year

# 10-Year, real-world experience with ultrafiltration<sup>1</sup>



# Peer-reviewed publication advocates for early clinical application of ultrafiltration in diuretic resistant patients

# Diuretic shortcomings leave a gap in clinical care

"The efficacy of diuretics gradually decreases as (heart failure) progresses in a significance subset of patients."

"Diuretic resistance has been a well-known challenge in the care of these patients, and not surprisingly is tied to worse prognosis."



"Extracorporeal Ultrafiltration for Acute Heart Failure" Cardiorenal Medicine Journal

Pooled data from seven randomized controlled trials of ultrafiltration, 771 patient participants

"Extracorporeal ultrafiltration has emerged as an option to overcome shortcomings of diuretics"



Predictable, adjustable, and more efficient fluid removal with ultrafiltration compared to diuretics



Applicability in other clinical settings, such as cardiac surgery, burn and other specialty units

Potential to expand use of ultrafiltration into outpatient centers and other ambulatory settings

Kazory A, Sgarabotto L, Ronco C: Extracorporeal Ultrafiltration for Acute Heart Failure. Cardiorenal Med 2023;13:1-8. doi: 10.1159/000527204.



# With 15 sites and 125 patients enrolled, we are in the midst of executing our REVERSE-HF Clinical Study with Aquadex

Ongoing REVERSE-HF randomized controlled trial to support driving ultrafiltration to standard of care



**Growth Strategy** We aim to achieve sustainable expansion and market leadership through strategic growth plans and tactics.



# Our strategic growth plan emphasizes four key efforts

We've structured our sales and marketing team to ensure seamless execution

