

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
WASHINGTON, DC 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): November 5, 2020

REZOLUTE, INC.
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

000-54495
(Commission
File Number)

27-3440894
(I.R.S. Employer
Identification No.)

201 Redwood Shores Pkwy, Suite 315, Redwood City, CA 94065
(Address of Principal Executive Offices, and Zip Code)

(650) 206-4507
Registrant's Telephone Number, Including Area Code

Not Applicable
(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 (see General Instruction A.2. below):

- Written communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communication 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 \$0.001 per share	RZLT	Nasdaq Capital Market

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 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers.

Effective November 6, 2020, Keith Vendola the current Chief Financial Officer of Rezolute, Inc. (the “**Company**”) was promoted to Chief Strategy Officer of the Company. As a result, Mr. Vendola will no longer serve as the Company's Chief Financial Officer.

The Company's Chief Executive Officer, Nevan Elam, will be acting as the Company’s principal financial officer, until a new principal financial officer has been hired. The Company has begun a search for a new principal financial officer and will announce such person as soon as one has been hired.

Item 7.01 Regulation FD Disclosure.

On November 5, 2020, the Company issued a press release regarding its uplisting to the Nasdaq Capital Market. A copy of the press release is furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

The information set forth in this Item 7.01, including Exhibit 99.1, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), or otherwise subject to the liabilities of that section. The information set forth in this Item 7.01, including Exhibit 99.1, shall not be deemed incorporated by reference into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 8.01 Other Information.

On January 31, 2013, the Company closed a reverse merger transaction. In connection with the closing of the reverse merger transaction, the Company filed a Current Report on Form 8-K with the Securities and Exchange Commission on February 6, 2013 (the “**Prior 8-K**”). The Company has determined that the Item 5.06 disclosure related to a change in shell company status that was inadvertently provided. The Company has determined that its Predecessor entity “Fits My Style” was not a “shell company”. As a result, the Company is not currently and has never been a “shell company”.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
<u>99.1</u>	<u>Press Release dated November 5, 2020.</u>

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.

REZOLUTE, INC.

DATE: November 6, 2020

By: /s/ Nevan Elam
Nevan Elam
Chief Executive Officer

Rezolute Announces Uplisting to the Nasdaq Capital Market*Trading expected to begin November 9, 2020*

REDWOOD CITY, California, November 5, 2020 (GLOBE NEWSWIRE) – **Rezolute, Inc.** (OCTQB:RZLTD), a clinical stage biopharmaceutical company dedicated to advancing therapies for rare, metabolic and life-threatening diseases, announced today that the Company’s common shares have been approved for listing on the Nasdaq Capital Market (“Nasdaq”). Trading on Nasdaq is expected to begin on Monday, November 9, 2020, under the symbol “RZLT”. The Company’s shares will continue to trade on the OCTQB under the symbol “RZLTD” until trading on the Nasdaq commences.

“Listing our stock on Nasdaq is an important milestone in Rezolute’s evolution as we build on the positive momentum generated by our recent \$41 million private placement with leading investment firms CAM Capital, Federated Hermes Kaufman, Surveyor Capital, and BVF Partners, among others,” said Nevan Charles Elam, J.D., chief executive officer of Rezolute. “Along with increasing our visibility in the marketplace, this uplisting should improve the liquidity of our stock, further broaden our institutional shareholder base and ultimately enhance long-term shareholder value. I would like to thank our investors, as well as our employees and partners for their hard work towards the completion of the recent financing and uplisting. We believe that we are well positioned to continue to advance our lead compound, RZ358, through late-stage clinical trials as well as to initiate a Phase 1 clinical study in Q1 2021 for RZ402.”

RZ358 is a potentially first-in-class monoclonal antibody which counteracts the effects of elevated insulin that are characteristic of congenital hyperinsulinism (congenital HI), via interaction at a specific site of the insulin receptor on the cells of insulin-dependent target organs. It is currently being evaluated as a treatment for congenital HI in the Phase 2b RIZE study, for which topline data is expected in the second half of 2021. Rezolute is also developing RZ402, an orally available plasma kallikrein inhibitor, for the treatment of diabetic macular edema (DME). RZ402 is IND-ready and is expected to enter Phase 1 clinical trials in the first quarter of 2021. The company has sufficient cash runway into fiscal year 2022, which should enable it to achieve all of its near-term clinical milestones.

About Rezolute, Inc.

Rezolute is advancing targeted therapies for rare, metabolic, and life-threatening diseases. Its lead clinical asset, RZ358, is in Phase 2b development as a potential treatment for congenital HI, a rare pediatric endocrine disorder. Its pipeline also includes RZ402, an IND-ready orally available plasma kallikrein inhibitor which is staged to transition into clinical development for the treatment of diabetic macular edema. For more information, visit www.rezolutebio.com or follow us on Twitter.

Forward-Looking Statements

This release, like many written and oral communications presented by Rezolute, Inc. and our authorized officers, may contain certain forward-looking statements regarding our prospective performance and strategies within the meaning of Section 27A of the Securities Act and Section 21E of the Securities Exchange Act of 1934, as amended. We intend such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of said safe harbor provisions. Forward-looking statements, which are based on certain assumptions and describe future plans, strategies, and expectations of the Company, are generally identified by use of words such as "anticipate," "believe," "estimate," "expect," "intend," "plan," "project," "seek," "strive," "try," or future or conditional verbs such as "could," "may," "should," "will," "would," or similar expressions. Our ability to predict results or the actual effects of our plans or strategies is inherently uncertain. Accordingly, actual results may differ materially from anticipated results. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. Except as required by applicable law or regulation, Rezolute undertakes no obligation to update these forward-looking statements to reflect events or circumstances that occur after the date on which such statements were made.

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