

8-K 1 ea126124-8k\_oramedphar.htm CURRENT REPORT

**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): **August 27, 2020 (August 21, 2020)**

**ORAMED PHARMACEUTICALS INC.**  
(Exact name of registrant as specified in its charter)

<b>DELAWARE</b> (State or Other Jurisdiction of Incorporation)	<b>001-35813</b> (Commission File Number)	<b>98-0376008</b> (IRS Employer Identification No.)
<b>1185 Avenue of the Americas, Third Floor, New York, New York</b> (Address of Principal Executive Offices)	<b>10036</b> (Zip Code)	

**844-967-2633**  
(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 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	Name of each exchange on which registered
<b>Common Stock, par value \$0.012</b>	<b>ORMP</b>	<b>The Nasdaq Capital Market, Tel Aviv Stock Exchange</b>

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 1.01. Entry into a Material Definitive Agreement.**

On August 21, 2020, Oramed Pharmaceuticals Inc., a Delaware corporation, or the Company, received a letter from Hefei Tianhui Incubator of Technologies Co., Ltd., or HTIT, disputing certain payment obligations of HTIT (which the Company estimates to be between \$2 million and \$6 million) under the Amended and Restated Technology License Agreement, dated as of December 21, 2015, between the Company and HTIT. The Company wholly disputes said claims. The parties are in discussions in an attempt to reach a mutually agreeable solution.

**Warning Concerning Forward-Looking Statements**

This Current Report on Form 8-K contains forward-looking statements. For example, the Company is using forward-looking statements when it discusses the estimated amount of the payment obligation in dispute. These forward-looking statements are based on the current expectations of the management of the Company only, and are subject to a number of factors and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements, including the amount ultimately in dispute which may differ from the Company's estimate. Except as otherwise required by law, the Company undertakes no obligation to publicly release any revisions to these forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. For a more detailed description of the risks and uncertainties affecting the Company, reference is made to the Company's reports filed from time to time with the U.S. Securities and Exchange Commission.

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**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.

**ORAMED PHARMACEUTICALS INC.**By: /s/ Nadav Kidron

Name: Nadav Kidron

Title: President and CEO

August 27, 2020