

Precipio, Inc.  
Form 8-K  
September 20, 2018

**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): September 17, 2018

**PRECIPIO, INC.**  
*(Exact Name of Registrant as Specified in Its Charter)*

**Delaware**                      **001-36439**                      **91-1789357**  
*(State of Incorporation)    (Commission File Number)    (I.R.S. Employer Identification No.)*

**4 Science Park, New Haven, CT 06511**  
*(Address of principal executive offices) (Zip Code)*

**(203) 787-7888**  
*(Registrant's telephone number, including area code)*

**Not Applicable**

*(Former name, former address and former fiscal year, if changed since last report date)*

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 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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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.



The foregoing descriptions of the Exchange Agreement and the Notes do not purport to be complete and are qualified in their entirety by reference to the full text of the Exchange Agreement and the Note, copies of which are filed as Exhibits 10.1 and 10.2, respectively, to this Current Report on Form 8-K and incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits**

*(d) Exhibits*

10.1 Form of Exchange Agreement dated September 17, 2018.

10.2 Form of Promissory Note

**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.

**PRECIPIO, INC.**

By: s/Ilan Danieli  
Name: Ilan Danieli  
Title: Chief Executive Officer

Date: September 20, 2018