
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 19, 2017**

Ekso Bionics Holdings, Inc.

(Exact Name of Registrant as specified in its charter)

Nevada
(State or Other Jurisdiction of
Incorporation)

001-37854
(Commission File Number)

99-0367049
(IRS Employer
Identification No.)

1414 Harbour Way South, Suite 1201
Richmond, California 94804
(Address of principal executive offices, including zip code)

(510) 984-1761
(Registrant's telephone number, including area code)

Not Applicable
(Registrant's name or former address, if change 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 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

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 Arrangements of Certain Officers.

Departure of Director

On September 19, 2017, Dan Boren, a member of the Board of Directors (the “Board”) of Ekso Bionics Holdings, Inc. (the “Company”) and the Chair of the Nominating and Governance Committee, notified the Company of his decision to resign from the Board, effective immediately. Mr. Boren advised the Company that his decision to resign was not the result of any disagreement with the Company. A copy of Mr. Boren’s resignation letter is attached hereto as Exhibit 99.1.

Election of Director

On September 19, 2017, Ted Wang, Ph.D, was appointed to the Board of the Company to fill a vacancy. Dr. Wang will serve as a director of the Company until the next annual meeting of stockholders of the Company and until his successor is elected and qualified. Dr. Wang has also been appointed as a member of the Nominating and Governance Committee of the Board.

Dr. Wang has served as the Chief Investment Officer of Puissance Capital Management LP, of which he was a founder, since January 2015. Prior to that, Dr. Wang was a Partner of Goldman, Sachs & Co. (“Goldman”), which he joined in 1996 and with which he served in many leadership positions, mostly recently as Co-Head of U.S. Equities Trading and Global Co-Head of One Delta Trading and a member of the Goldman Sachs Risk Committee. Prior to joining Goldman, Dr. Wang co-founded Xeotron Corp., a company specializing in DNA biochips in Texas. Dr. Wang holds a Ph.D. in Physics from the University of Minnesota, an M.B.A. from the University of Texas, Austin, and a B.S. from Fudan University, China.

Dr. Wang was elected as a director following his nomination to the Board by Puissance Cross-Border Opportunities II LLC (“Puissance”), a shareholder of the Company and an affiliate of Puissance Capital Management LP. Puissance served as the committed investor in connection with the Company’s recently completed rights offering, in connection with which Puissance purchased 20,534,898 shares of the Company’s common stock for an aggregate purchase price of \$20.5 million. Following completion of the rights offering, Puissance holds approximately 34% of the Company’s issued and outstanding shares.

Dr. Wang will participate in the Company’s standard non-employee director compensation program. Pursuant to this program, Dr. Wang was granted an option to purchase 37,500 shares of the Company’s common stock with an exercise price of \$1.15 per share, which is equal to the closing sales price per share of the Company’s common stock on the Nasdaq Capital Market on September 19, 2017, that becomes exercisable in yearly installments over four years, and is eligible to receive an annual retainer of \$35,000 for his service on the Board and additional fee of \$3,750 per year for his services as a member of the Nominating and Governance Committee. In addition, non-employee directors are entitled to an annual grant of 25,000 options which become exercisable in 12 equal monthly installments over a one-year period.

It also is anticipated that Dr. Wang will enter into the Company’s standard indemnification agreement for directors of the Company.

On September 22, 2017, the Company issued a press release announcing the appointment of Dr. Wang to, and the resignation of Mr. Boren from, the Board of Directors of the Company. A copy of this press release is filed as Exhibit 99.2 to this current report.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

[99.1](#) [Letter of Resignation of Mr. Boren](#)
[99.2](#) [Press Release dated September 22, 2017](#)

SIGNATURE

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

EKSO BIONICS HOLDINGS, INC.

By: /s/ Maximilian Scheder-Bieschin

Name: Maximilian Scheder-Bieschin

Title: Chief Financial Officer

Dated: September 22, 2017



DAN BOREN
MEMBER OF CONGRESS
2005-2013

September 19, 2017

The Board of Directors
Ekso Bionics Holdings, Inc.
1414 Harbour Way South, Suite 1201
Richmond, California 94804

Ladies and Gentlemen:

I hereby tender my resignation as a member of the board of directors of Ekso Bionics Holdings, Inc. (the "Company"), effective as of the date hereof.

Please note that my resignation is not as a result of any disagreement between myself and the Company, its management, board of directors or any committee of the board of directors.

It has been my pleasure to serve on the Company board. I wish each of you and the Company the best of the luck in the future.

Sincerely,

/s/ Dan Boren

Dan Boren

Ekso Bionics Appoints Ted Wang to its Board of Directors

RICHMOND, Calif., Sept. 22, 2017 – Ekso Bionics Holdings, Inc. (NASDAQ: EKSO) (“Ekso” or “Ekso Bionics”), an industry leader in exoskeleton technology for medical and industrial use, today announced the appointment of Ted Wang, PhD. to its Board of Directors, effective immediately.

“Ted’s strong track record of successful strategic, operational, and financial management, combined with his deep knowledge of Ekso’s technology and end markets, make him extremely qualified to help guide our leadership team,” said Thomas Looby, Ekso’s President and Chief Executive Officer.

Dr. Wang is the Chief Investment Officer of Puissance Capital Management, a global asset manager founded in 2015 with offices in the U.S. and China. Puissance was the lead investor in Ekso’s recently completed rights offering. Prior to founding Puissance, Dr. Wang was a Partner of Goldman Sachs & Co. in New York. During his 18-year tenure at Goldman Sachs he held many leadership positions including as a member of the Goldman Sachs Risk Committee. Prior to joining Goldman Sachs, he co-founded Xeotron Corp., a company specializing in DNA biochips in Texas. Dr. Wang holds a Ph.D. in Physics from the University of Minnesota, an MBA from the University of Texas, Austin, and a BS from Fudan University, China.

Dr. Wang commented, “I am excited to join the Ekso Bionics Board, and I look forward to helping the company realize the potential and promise of its innovative exoskeleton portfolio. Ekso has an extraordinary opportunity to expand its presence in key international markets, and I am committed to working with the Ekso management team to execute on that opportunity.”

Dr. Wang will replace Dan Boren, who joined the Ekso Board in April 2013 and resigned effective September 19, 2017.

“On behalf of management and the entire Board of Directors, I want to thank Dan for his years of service and his role as Chairman of Ekso’s Nominating and Governance Committee,” said Mr. Looby, “We appreciate Dan’s commitment and dedication to the Company.”

About Ekso Bionics

Ekso Bionics is a leading developer of exoskeleton solutions that amplify human potential by supporting or enhancing strength, endurance and mobility across medical, industrial and defense applications. Founded in 2005, the company continues to build upon its unparalleled expertise to design some of the most cutting-edge, innovative wearable robots available on the market. Ekso Bionics is the only exoskeleton company to offer technologies that range from helping those with paralysis to stand up and walk, to enhancing human capabilities on job sites across the globe, to providing research for the advancement of R&D projects intended to benefit U.S. defense capabilities. The company is headquartered in the Bay Area and is listed on the Nasdaq Capital Market under the symbol EKSO. For more information, visit: www.eksobionics.com.

Forward-Looking Statements

Any statements contained in this press release that do not describe historical facts may constitute forward-looking statements. Forward-looking statements may include, without limitation, statements regarding (i) the plans and objectives of management for future operations, including plans or objectives relating to the design, development and commercialization of human exoskeletons, (ii) estimates or projection of financial results, financial condition, capital expenditures, capital structure or other financial items, (iii) the Company's future financial performance and (iv) the assumptions underlying or relating to any statement described in points (i), (ii) or (iii) above. Such forward-looking statements are not meant to predict or guarantee actual results, performance, events or circumstances and may not be realized because they are based upon the Company's current projections, plans, objectives, beliefs, expectations, estimates and assumptions and are subject to a number of risks and uncertainties and other influences, many of which the Company has no control over. Actual results and the timing of certain events and circumstances may differ materially from those described by the forward-looking statements as a result of these risks and uncertainties. Factors that may influence or contribute to the inaccuracy of the forward-looking statements or cause actual results to differ materially from expected or desired results may include, without limitation, the Company's inability to obtain adequate financing to fund the Company's operations and necessary to develop or enhance our technology, the significant length of time and resources associated with the development of the Company's products, the Company's failure to achieve broad market acceptance of the Company's products, the failure of our sales and marketing organization or partners to market our products effectively, adverse results in future clinical studies of the Company's medical device products, the failure to obtain or maintain patent protection for the Company's technology, failure to obtain or maintain regulatory approval to market the Company's medical devices, lack of product diversification, existing or increased competition, and the Company's failure to implement the Company's business plans or strategies. These and other factors are identified and described in more detail in the Company's filings with the SEC. To learn more about Ekso Bionics please visit us at www.eksobionics.com. The Company does not undertake to update these forward-looking statements.

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