

**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

June 2, 2021

Date of Report (Date of earliest event reported)



HELIUS MEDICAL TECHNOLOGIES, INC.

(Exact name of Registrant as Specified in Its Charter)

DELAWARE
**(State or Other Jurisdiction
of Incorporation)**

001-38445
(Commission File Number)

36-4787690
**(IRS Employer
Identification No.)**

642 Newtown Yardley Road, Suite 100
Newtown, PA
(Address of Principal Executive Offices)

18940
(Zip Code)

Registrant's Telephone Number, Including Area Code: (215) 944-6100

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(s)	Name of each exchange on which registered
Common Stock	HSDT	The Nasdaq Stock Market LLC

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.

Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Item 5.02 Certain Officers.

On June 2, 2021, the Board of Directors (the “Board”) of Helius Medical Technologies, Inc. (the “Company”) approved a grant to Dane C. Andreeff, the Company’s Interim President and Chief Executive Officer, of a special stock option award pursuant to the Company’s 2018 Omnibus Incentive Plan, as amended. The option award was approved and recommended to the Board by the Compensation Committee in recognition of Mr. Andreeff’s continued service as Interim President and Chief Executive Officer since August 2020 and election to take no additional compensation and continue to be compensated as a non-employee director of the Company while serving in that capacity.

Pursuant to the option award, Mr. Andreeff has the right to purchase up to 90,000 shares of the Company’s Class A Common Stock. The option award was granted with an exercise price per share equal to the closing price of the Class A Common Stock of the Company on June 2, 2021, the date of grant, has a 10 year term and was fully vested and exercisable as of the date of grant. The option award will be evidenced by a stock option grant notice and option agreement substantially in the form included as Exhibit 10.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
10.1	<u>2018 Omnibus Incentive Plan Form of Option Grant Agreement (incorporated by reference to Exhibit 10.3 to the Form 10-Q filed November 8, 2018)</u>

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.

HELIUS MEDICAL TECHNOLOGIES, INC.

Dated: June 2, 2021

By: _____ /s/ Dane C. Andreeff
Dane C. Andreeff
Interim President, Chief Executive Officer and Director