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): January 17, 2020

ZOMEDICA PHARMACEUTICALS CORP.

(Exact Name of Registrant as Specified in Charter)

Alberta, Canada	**001-38298**	**N/A**
(State or Other Jurisdiction of Incorporation)	*(Commission File Number)*	*(I.R.S. Employer Identification Number)*

100 Phoenix Drive, Suite 190, Ann Arbor, Michigan	**48108**
(Address of Principal Executive Offices)	*(Zip Code)*

Registrant's telephone number, including area code: **(734) 369-2555**

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:

[ ] 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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company [X]

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. [X]

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 Shares, without par value	ZOM	NYSE American

Item 1.01. Entry into a Material Definitive Agreement.

On January 17, 2020, Zomedica Pharmaceuticals Corp. ("Zomedica" or the "Company") and Celsee, Inc. ("Celsee"), a developer of integrated nanotechnology platforms for automated label-free isolation, analysis and retrieval of viable rare cells direct from blood, entered into an amendment and restatement (the "Restated Agreement") of their license and supply agreement, dated December 20, 2017 (the "Original Agreement").

In the Restated Agreement, the parties acknowledged that the initial development phase of the Original Agreement had been completed and that all payments for such work had been paid in full. Zomedica continues to have veterinary oncology care exclusive global rights to develop and market Celsee's liquid biopsy platform for use by veterinarians as a cancer diagnostic. Under the terms of the Restated Agreement, Celsee will supply Zomedica on an exclusive basis with the assays and the consumables for the products being developed under the Restated Agreement pursuant to a rolling forecast to be provided by Zomedica at prices specified in the Restated Agreement. Zomedica will be responsible for the marketing and sale of the assays and the related consumables. The Restated Agreement, which is exclusive in the field of veterinary cancer diagnostic applications, has a term of five years (subject to termination in certain circumstances) and automatically renews for additional two-year terms thereafter (subject to either party determining not to renew).

The foregoing summary of the Restated Agreement does not purport to be complete and is qualified in its entirety by reference to the Restated Agreement. A copy of the Restated Agreement will be filed by the Company as an exhibit to its Annual Report on Form 10-K for the year ended December 31, 2019 and is incorporated herein by reference.

Item 8.01. Other Events.

On January 20, 2020, the Company issued a press release (the "Press Release") announcing its entry into the Restated Agreement, a copy of which is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release, dated January 20, 2020.

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.

ZOMEDICA PHARMACEUTICALS CORP.

Date: January 21, 2020

By: /s/ Shameze Rampertab
Name: Shameze Rampertab
Title: Chief Financial Officer

EXHIBIT 99.1

Zomedica Successfully Completes Development and Manufacturing Milestones for its Cancer Liquid Biopsy Platform

Intends to Seek Commercialization Partner for Platform

ANN ARBOR, Mich., Jan. 20, 2020 (GLOBE NEWSWIRE) -- Zomedica Pharmaceuticals Corp. (NYSE American: ZOM) (TSX-V: ZOM), a veterinary diagnostic and pharmaceutical company, today announced it has successfully completed the development and manufacturing milestones for its reference lab cancer liquid biopsy platform. Zomedica is developing assays for the detection of hemangiosarcoma, osteosarcoma, and lymphoma, for use with its liquid biopsy platform. Lymphoma, osteosarcoma and hemangiosarcoma are three of the top five most commonly diagnosed canine cancers.

The development work done under its license and supply agreement with Celsee, Inc. (“Celsee”), an innovator of progressive rare cell capture, characterization and single cell analysis products in the emerging field of liquid biopsy, has demonstrated the capability to determine whether circulating tumor cells (“CTCs”) can be detected in canines to confirm the existence of certain cancers with a high level of sensitivity and specificity. The hemangiosarcoma and osteosarcoma assays have been developed under the Celsee agreement. Zomedica has independently developed the lymphoma assay, which is designed to identify specific genetic abnormalities using fluorescence in situ hybridization, or FISH. FISH tests are regularly used for cancers in human medicine, such as the HER2 breast cancer test. According to the American Veterinary Medical Association, one in four dogs will develop cancer during their lifetime. Lymphomas represent approximately 10-25% of all cancers diagnosed in dogs.

With the development work phase completed, Zomedica and Celsee have amended and restated the Celsee agreement to acknowledge the completion of the initial development work and to provide for definitive supply and pricing terms for the liquid biopsy instrument and related consumables.

Under the terms of the restated agreement, Zomedica continues to have veterinary oncology care exclusive global rights to develop and market Celsee’s liquid biopsy platform for use by veterinarians as a cancer diagnostic. Zomedica initially intends to develop and market the platform and its non-invasive diagnostic assays or blood test that helps veterinarians diagnose cancer in canines. The Veterinary Cancer Society estimates that 50 percent of dogs over the age of 10 will develop cancer and one in four dogs at some stage in their life will develop cancer. Many more canine cancer cases may go undetected due to cost constraints and other factors. If validation of the liquid biopsy platform is successfully completed, Zomedica expects that the platform and assays for the detection of hemangiosarcoma, osteosarcoma, and lymphoma will provide veterinarians with a faster, more affordable, and less invasive test for cancer in canines compared to existing methods, which can be expensive and cost prohibitive for pet owners.

Under the terms of the restated agreement, Celsee will supply Zomedica on an exclusive basis with the assays and the consumables for the products to be developed under the agreement pursuant to a rolling forecast to be provided by Zomedica at prices specified in the agreement. Zomedica has yet to provide its initial forecast, pending finalization of capital budgeting and capital-raising plans. Zomedica will be responsible for the marketing and sale of the assays and the related consumables. The agreement, which is exclusive in the field of veterinary cancer diagnostic applications, has a term of five years (subject to termination in certain circumstances) and automatically renews for additional two-year terms thereafter (subject to either party determining not to renew).

In accordance with Zomedica’s focus on point-of-care diagnostic testing, Zomedica intends to seek partners to continue development and commercialization of the hemangiosarcoma, osteosarcoma, and lymphoma assays and the related instruments which are intended to be used in an offsite reference lab, as well it’s therapeutic assets Zomedica believes that there is no pre-market regulatory burden to commercializing in the United States.

About Celsee
Celsee, Inc., a privately held company in Ann Arbor, Michigan, is breaking through the traditional barriers of single-cell analysis and delivering clinical-grade technology designed to support the life sciences revolution and precision medicine. Based on a gentle, gravity-induced, micro-well isolation technique, the patented technology forms the foundation for an elegant, scalable, and flexible single-cell analysis platform that makes more experiments feasible. Celsee’s first product, the Genesis System, enables scientists to analyze and interpret cellular behavior and collect previously inaccessible information for improved results in applications such as proteogenomics, next-generation sequencing, immune monitoring, and cell therapy.

About Zomedica
Based in Ann Arbor, Michigan, Zomedica (NYSE American: ZOM) (TSX-V: ZOM) is a veterinary diagnostic and pharmaceutical company creating products for companion animals (canine, feline and equine) by focusing on the unmet needs of clinical veterinarians. Zomedica’s product portfolio will include novel diagnostics and innovative therapeutics that emphasize patient health and practice health. With a team that includes clinical veterinary professionals, it is Zomedica’s mission to give veterinarians the opportunity to lower costs, increase productivity, and grow revenue while better serving the animals in their care. For more information, visit www.ZOMEDICA.com.

Follow Zomedica

- Email Alerts: http://investors.zomedica.com
- LinkedIn: https://www.linkedin.com/company/zomedica
- Facebook: https://www.facebook.com/zomedica/
- Twitter: https://twitter.com/zomedica

Reader Advisory

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of the release.

Except for statements of historical fact, this news release contains certain "forward-looking statements" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Although we believe that the expectations reflected in

the forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, performance or achievements. Consequently, there is no representation that the actual results achieved will be the same, in whole or in part, as those set out in the forward-looking information.

Forward-looking statements is based on the opinions and estimates of management at the date the statements are made and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking information. Some of the risks and other factors that could cause the results to differ materially from those expressed in the forward-looking information include, but are not limited to: market and other conditions, uncertainty as to whether our strategies and business plans will yield the expected benefits; uncertainty as to the timing and results of development work and pilot and pivotal studies, uncertainty as to the likelihood and timing of regulatory approvals, availability and cost of capital; the ability to identify and develop and achieve commercial success for new products and technologies; the level of expenditures necessary to maintain and improve the quality of products and services; changes in technology and changes in laws and regulations; our ability to secure and maintain strategic relationships (including a partner for validating and marketing the Celsee products); the ability of Celsee to perform its obligations under the restated agreement; risks related to veterinary acceptance of the Celsee products and competition from related products risks pertaining to permits and licensing, intellectual property infringement risks, risks relating to future clinical trials, regulatory approvals, safety and efficacy of our products, the use of our product, intellectual property protection and the other risk factors disclosed in our filings with the Securities and Exchange Commission and Canadian securities regulatory authorities. Readers are cautioned that this list of risk factors should not be construed as exhaustive.

The forward-looking statements contained in this news release is expressly qualified by this cautionary statement. We undertake no duty to update any of the forward-looking information to conform such information to actual results or to changes in our expectations except as otherwise required by applicable securities legislation. Readers are cautioned not to place undue reliance on forward-looking information.

Investor Relations Contact:
Shameze Rampertab, CPA, CA, Interim Chief Executive Officer
srampertab@zomedica.com
+1 647.283.3630

PCG Advisory Group
Kirin Smith, COO
ksmith@pcgadvisory.com
+1 646.863.6519

Media Contact:
Meredith Newman
mnewman@zomedica.com
+1 734.369.2555 ext. 119