

**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 13, 2021

ZOMEDICA CORP.

(Exact name of registrant as specified in its charter)

Alberta, Canada
(State or Other Jurisdiction of Incorporation)

001-38298
(Commission File Number)

N/A
(I.R.S. Employer Identification No.)

**100 Phoenix Drive, Suite 125
Ann Arbor, Michigan 48108**
(Address of Principal Executive Offices) (Zip Code)

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

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))

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

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.

On September 13, 2021, Christopher Wolfenberg resigned, effective immediately, as a member of the Board of Directors (the “Board”) of Zomedica Corp. (the “Company”). Mr. Wolfenberg’s resignation did not relate to any disagreement with the operations, policies or practices of the Company on any matters.

On September 13, 2021, the Board appointed Sean Whelan as a member of the Board to fill the vacancy created by Mr. Wolfenberg’s resignation. Mr. Whelan will serve as the Chairman of the Audit Committee of the Board. Jeffrey Rowe, the former Chairman of the Audit Committee, will continue to serve as a member of the Audit Committee.

Since August 2020, Mr. Whelan, 50, has served as the Chief Executive Officer of Encore Rehabilitation Services, a provider of therapy services and associated compliance and revenue cycle support services. From November 2019 until July 2020, Mr. Whelan served as the Chief Financial Officer of Smile America Partners, a provider of in-school dental services. From September 2018 to October 2019, Mr. Whelan served as the Chief Financial Officer of Bedrock Manufacturing, LLC, a manufacturer and retailer of watches, leather goods, apparel, bags and luggage. From September 2017 to September 2018, he served as the Chief Financial Officer of Encore Rehabilitation Services. From December 2010 to December 2016, Mr. Whelan served as the Chief Financial Officer, Secretary and Treasurer and as a Director of Diplomat, Inc. (NYSE: DPLO), a then publicly-traded specialty pharmacy. Mr. Whelan is a Certified Public Accountant and holds Bachelor of Business Administration and Master of Accounting degrees from the University of Michigan’s Ross School of Business.

As a non-employee director of the Company, Mr. Whelan will be entitled to compensation in accordance with the Company’s non-employee director compensation policy. In addition, in connection with his appointment, Mr. Whelan received options to purchase an aggregate of 800,000 common shares at an exercise price of \$0.57 per share under the Company’s Amended and Restated Stock Option Plan. The options will vest in four equal annual installments, beginning on the one-year anniversary of the date of grant and will expire on the tenth anniversary of the date of grant, subject to earlier termination upon the occurrence of certain circumstances.

There are no arrangements or understandings between Mr. Whelan and any other person pursuant to which Mr. Whelan was selected as a director, and there are no transactions between Mr. Whelan and the Company that would require disclosure under Item 404(a) of Regulation S-K.

On September 13, 2021, the Company issued a press release announcing the appointment of Mr. Whelan. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

<u>(d) Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated September 13, 2021
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

ZOMEDICA CORP.

Date: September 13, 2021

By: /s/ Ann Marie Cotter
Ann Marie Cotter
Chief Financial Officer

Sean Whelan Appointed to Board of Directors

ANN ARBOR, Mich., Sept. 13, 2021 (GLOBE NEWSWIRE) -- Zomedica Corp. (NYSE American: ZOM) ("Zomedica" or the "Company"), a veterinary health company creating point-of-care diagnostics products for dogs and cats, announced that Sean Whelan has been appointed to its Board of Directors to fill the vacancy created by the resignation of Christopher Wolfenberg.

Robert Cohen, Zomedica's Chief Executive Officer, commented that: "We all are very pleased to be joined by an executive with Sean's sterling background. His broad and deep experience and expertise in financial matters, as well as his previous service with publicly listed companies, will be an excellent addition to our Board. I look forward to Sean assuming the Chairmanship of our Audit Committee, and to working with him on a wide variety of issues as Zomedica progresses. I also would like to thank Chris Wolfenberg for his service on the Board and for his valuable counsel during the time that we worked together."

Mr. Whelan presently is the Chief Executive Officer of Encore Rehabilitation Services, a provider of outcome-driven therapy services and associated compliance and revenue cycle support services. He also previously served as the Company's CFO from 2017 to 2018.

From 2019 to 2020, Mr. Whelan served as CFO of Smile America Partners, and from 2018 to 2019 as CFO of Bedrock Manufacturing, LLC. He served from 2010 to 2016 as CFO, secretary, treasurer, and a director of Diplomat, Inc. (NYSE: DPLO), a then publicly traded specialty pharmacy, where he was responsible for finance, external reporting, and investor relations, strategy and M&A.

Mr. Whelan served from 2007 to 2010 as CFO of InfuSystem Holdings Inc., a publicly traded health care services company. Prior to his various healthcare executive roles, Mr. Whelan held senior finance positions with Ford Motor Company from 1996 through 2007, including serving as accounting director for Automotive Components Holdings, LLC, a then Ford subsidiary.

Mr. Whelan began his career with Deloitte in 1994, serving a diverse set of audit clients in the firm's Detroit office, and earned his CPA license while with the firm. He holds Bachelor of Business Administration and Master of Accounting degrees, both from the University of Michigan's Ross School of Business. Mr. Whelan also presently serves (since 2019) on the Board of Directors of OptioRx, a specialty pharmacy company.

Mr. Whelan commented that: "As a dog and cat owner, I am excited by the prospects of Zomedica's present and future products. And as a business executive, I am thrilled to partner with Rob and the Board to help nurture that growth."

About Zomedica

Based in Ann Arbor, Michigan, Zomedica (NYSE American: ZOM) is a veterinary health company creating products for dogs and cats by focusing on the unmet needs of clinical veterinarians. Zomedica's product portfolio will include innovative diagnostics and medical devices that emphasize patient health and practice health. It is Zomedica's mission to provide veterinarians the opportunity to increase productivity and grow revenue while better serving the animals in their care. For more information, visit www.ZOMEDICA.com.

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Reader Advisory

Except for statements of historical fact, this news release contains certain "forward-looking information" or "forward-looking statements" (collectively, "forward-looking information") 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 and include statements relating to our expectations regarding future results. Although we believe that the expectations reflected in the forward-looking information 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 information is based on the opinions and estimates of management at the date the statements are made, including assumptions with respect to American economic growth, demand for the Company's products, the Company's ability to produce and sell its products, sufficiency of our budgeted capital and operating expenditures, the satisfaction by our strategic partners of their obligations under our commercial agreements, our ability to realize upon our business plans and cost control efforts and the impact of COVID-19 on our business, results and financial condition.

Our forward-looking information is 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: 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 verification and validation studies; uncertainty as to the timing and results of commercialization

efforts, as well as the cost of commercialization efforts, including the cost to develop an internal sales force and manage our growth; uncertainty as to our ability to supply equipment and assays in response to customer demand; uncertainty as to the likelihood and timing of any required regulatory approvals, and the availability and cost of capital; the ability to identify and develop and achieve commercial success for new products and technologies; veterinary acceptance of our products; competition from related products; 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; performance by our strategic partners of their obligations under our commercial agreements, including product manufacturing obligations; risks pertaining to permits and licensing, intellectual property infringement risks, risks relating to any required clinical trials and regulatory approvals, risks relating to the safety and efficacy of our products, the use of our products, intellectual property protection, risks related to the COVID-19 pandemic and its impact upon our business operations generally, including our ability to develop and commercialize our products, and the other risk factors disclosed in our filings with the SEC and under our profile on SEDAR at www.sedar.com. Readers are cautioned that this list of risk factors should not be construed as exhaustive.

The forward-looking information 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.

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