

BRAIN SCIENTIFIC INC.

FORM 8-K (Current report filing)

Filed 10/20/20 for the Period Ending 10/20/20

Address	6700 PROFESSIONAL PARKWAY LAKEWOOD RANCH, FL, 34240
Telephone	(646) 388-3788
CIK	0001662382
Symbol	BRSF
SIC Code	3841 - Surgical and Medical Instruments and Apparatus
Industry	Food Processing
Sector	Consumer Non-Cyclicals
Fiscal Year	12/31

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): October 20, 2020

BRAIN SCIENTIFIC INC.
(Exact Name of Registrant as Specified in Charter)

Nevada

(State or Other Jurisdiction
of Incorporation)

333-209325

(Commission File Number)

81-0876714

(I.R.S. Employer
Identification No.)

125 Wilbur Place, Suite 170

Bohemia, NY 11716

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: **(917) 388-1578**

(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 (*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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Not applicable	Not applicable	Not applicable

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 ☒

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 7.01 Regulation FD Disclosure.

On October 20, 2020, Brain Scientific Inc. (the “Company”) issued a press release announcing the appointment of Stuart Bernstein as Vice President of Marketing. In this role, Mr. Bernstein will be responsible for the Company’s overall marketing strategy and efforts to strengthen the Company’s market position.

The information in this Item 7.01 and in Exhibit 99.1 of Item 9.01 is being furnished pursuant to Item 7.01 and shall not be deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section. This report will not be deemed an admission as to the materiality of any information in this Item 7.01 or Exhibit 99.1 of Item 9.01.

Item 9.01 Financial Statements and Exhibits

(d) *Exhibits.*

Exhibit No.	Description
99.1	Press Release

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 thereunto duly authorized.

Date: October 20, 2020

BRAIN SCIENTIFIC INC.

By: /s/ BORIS GOLDSTEIN

Name: Boris Goldstein

Title: Chairman of the Board, Secretary and
Executive Vice President

Brain Scientific Appoints Stuart Bernstein as VP of Marketing

NEW YORK, October 20, 2020 -- Brain Scientific Inc. (OTCQB: BRSF), a neurology-focused medical device and software company, today announced the appointment of Stuart Bernstein as Vice President of Marketing. In this role, Bernstein will be responsible for Brain Scientific's overall marketing strategy and efforts to strengthen the company's market position.

Bernstein spent the first part of his career in senior technical management roles in Fortune 500 companies, including NCR, IBM, and Control Data Corporation. Subsequently, he held executive and consultant positions in numerous start-up companies specializing in medical devices, healthcare, telemedicine, software engineering, biotech services, and other fields.

Bernstein was the CEO of BioSignal, an EEG medical device company. He is also a co-founder of several software engineering and telemedicine firms, all of which continue in business to date. One of them, Brain Saving Technology, is now Specialist on Call (SOC Telemed) - a leading telemedicine company that powers over 850 facilities for teleneurology, telepsychiatry, and critical care telemedicine with over 200 physicians.

"We are thrilled to have Mr. Bernstein on board with us. His experience includes developing large distribution channels for a number of companies in our industry, as well as successfully managing sales teams of 50 people and more. Stuart has been managing startup business organizations for over 30 years, so we feel this appointment is a great opportunity for us to grow our business exponentially," said Boris Goldstein, Chairman at Brain Scientific Inc.

The announcement comes just weeks after Brain Scientific launched the next generation NeuroCap™ - a hospital-grade disposable EEG headset with 22 electrodes and 19 active EEG channels. The new device uses velcro materials for better adhesion during EEG testing. With the launch of the new product, Brain Scientific predicts expanding its EEG product application in ICUs, Emergency Rooms, and a variety of medical centers across the United States.

About Brain Scientific

Brain Scientific is a commercial-stage healthcare company with two FDA-cleared products, providing next-gen solutions to the neurology market. The Company's smart diagnostic devices and sensors simplify administration, shorten scan time and cut costs, allowing clinicians to make rapid decisions remotely and bridge the widening gap in access to neurological care. To learn more about our corporate strategy, devices or for investor relations please visit: www.brainscientific.com or email us at info@memorymd.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, which involve assumptions and describe our future plans, strategies and expectations, are generally identifiable by use of the words "may," "should," "would," "will," "could," "scheduled," "expect," "anticipate," "estimate," "believe," "intend," "seek" or "project" or the negative of these words or other variations on these words or comparable terminology. 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 several risks and uncertainties and other influences, many of which the Company has no control. 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 additional financing, the significant length of time and resources associated with the development of our products and related insufficient cash flows and resulting illiquidity, the Company's inability to expand its business, significant government regulation of medical devices and the healthcare industry, lack of product diversification, volatility in the price of the Company's raw materials 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. The Company does not undertake to update these forward-looking statements.