

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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): August 31, 2020

MIMEDX GROUP, INC.
(Exact name of registrant as specified in charter)

Florida
(State or other jurisdiction
of incorporation)

001-35887
(Commission
File Number)

26-2792552
(IRS Employer
Identification No.)

1775 West Oak Commons Ct., NE, Marietta GA
(Address of principal executive offices)

30062
(Zip Code)

Registrant's telephone number, including area code: (770) 651-9100

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
None	n/a	n/a

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 7.01 Regulation FD Disclosure

MiMedx Group, Inc. (the “*Company*” or the “*Registrant*”) will host its annual meeting at 10:00 a.m. Eastern time on August 31, 2020. Timothy R. Wright, Chief Executive Officer, and Peter M. Carlson, Chief Financial Officer, will present an overview of the Company, its strategic priorities, and key areas of focus for future growth. A copy of the presentation materials to be during the presentation is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated by reference herein. Such materials will also be available on MiMedx’s website at www.mimedx.com.

All information in the presentation materials speak as of the date thereof, and MiMedx does not assume any obligation to update such information in the future. In addition, MiMedx disclaims any inference regarding the materiality of such information which otherwise may arise as a result of its furnishing such information under Item 7.01 of this Current Report on Form 8-K.

Information contained on MiMedx’s website is not incorporated by reference into this Current Report on Form 8-K. The information in the preceding paragraph, as well as Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (the “Exchange Act”) or otherwise subject to the liabilities of that section. It may only be incorporated by reference into another filing under the Exchange Act or Securities Act of 1933 if such subsequent filing specifically references Section 7.01 of this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description of Exhibit
99.1	Slide presentation dated August 31, 2020.
104	The cover page from this Current Report on Form 8-K, formatted in Inline XBRL.

SIGNATURES

Pursuant to the requirements of the Exchange Act, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 31, 2020

MIMEDX GROUP, INC.

By: /s/ Peter M. Carlson
Peter M. Carlson
Chief Financial Officer

WELCOME TO

The logo for MiMedx features the company name in a bold, white, sans-serif font. A thick, grey, curved line arches over the letters 'i' and 'M'. The letter 'x' is rendered in a grey color, matching the arch, while the rest of the text is white.

MiMedx

2019 ANNUAL SHAREHOLDERS MEETING

AUGUST 31, 2020

DISCLAIMER

This presentation contains summarized information concerning the Company and the Company's business operations.

All statements relating to events or results that may occur in the future are forward-looking statements, including, without limitation, statements regarding the following:

- our expectations regarding our ability to fund our ongoing and future operating costs;
- our expectations regarding future income tax liability;
- the regulatory pathway for our products, including our existing and planned investigative new drug application and pre-market approval requirements, the design and success of our clinical trials and pursuit of biologic license applications ("BLAs") for certain products;
- our expectations regarding our ability to manufacture certain of our products in compliance with current Good Manufacturing Practices ("cGMP");
- our expectations regarding costs relating to compliance with regulatory standards, including those arising from our clinical trials, pursuit of BLAs, and cGMP compliance;
- our ability to continue marketing our micronized products and certain other products during and following the end of the period of enforcement discretion announced by the United States Food and Drug Administration ("FDA");
- expectations regarding future revenue growth and future research and development expenses;
- ongoing and future effects arising from the COVID-19 pandemic and the Company's plans to adhere to governmental recommendations with respect thereto;
- demographic and market trends.

Forward-looking statements generally can be identified by words such as "expect," "will," "change," "intend," "seek," "target," "future," "plan," "continue," "potential," "possible," "could," "estimate," "may," "anticipate," "to be" and similar expressions. These statements are based on numerous assumptions and involve known and unknown risks, uncertainties and other factors that could significantly affect the Company's operations and may cause the Company's actual actions, results, financial condition, performance or achievements to differ materially from any future actions, results, financial condition, performance or achievements expressed or implied by any such forward-looking statements. Factors that may cause such a difference include, without limitation, those discussed under the heading "Risk Factors" in our most recent Form 10-Q and in our Form 10-K for the year ended December 31, 2019.

Unless required by law, the Company does not intend, and undertakes no obligation, to update or publicly release any revision to any forward-looking statements, whether as a result of the receipt of new information, the occurrence of subsequent events, a change in circumstances or otherwise. Each forward-looking statement contained herein is specifically qualified in its entirety by the aforementioned factors.

MEETING AGENDA

- 1 Introductions
- 2 Annual Meeting Matters
- 3 Company Highlights
- 4 Key Financial Metrics
- 5 Strategic Priorities
- 6 Question & Answer Session

ANNUAL MEETING MATTERS

ANNUAL MEETING AGENDA

1 QUORUM

2 DESCRIPTION OF BUSINESS ITEMS:

- a. Election of one Class III director
- b. Advisory approval of executive compensation
- c. Advisory approval of the frequency of the shareholder vote on executive compensation
- d. Ratification of independent registered public accounting firm

3 OPENING OF POLLS FOR VOTING

4 CLOSING OF POLLS

5 REPORT ON RESULTS OF VOTE

6 ADJOURNMENT

7 COMPANY PRESENTATION

8 QUESTION & ANSWER SESSION

COMPANY HIGHLIGHTS

PATIENTS ARE WHY WE ARE HERE



We have an opportunity and responsibility to make a difference for these patients. And in doing so, grow a successful and meaningful healthcare company.”



CHIEF EXECUTIVE OFFICER
TIMOTHY R. WRIGHT

EXPERIENCED LEADERSHIP TEAM NOW IN PLACE



PETE CARLSON
Chief Financial
Officer



BUTCH HULSE
General Counsel
& Secretary



ROHIT KASHYAP, PhD
Chief Commercial
Officer



ROBERT STEIN, MD, PhD
EVP, Research
& Development



MARK GRAVES
Chief Compliance
Officer



STAN MICEK
SVP, Business
Development



MARK ROGERS
VP, Global Quality
Assurance & Regulatory



SCOTT TURNER
SVP, Operations
& Procurement

BUILDING VALUE FOR ALL STAKEHOLDERS

Restore financial integrity and reputation

Investing in growth from a solid financial position

Create solid foundation for business performance

Forming a culture of cross-functional collaboration

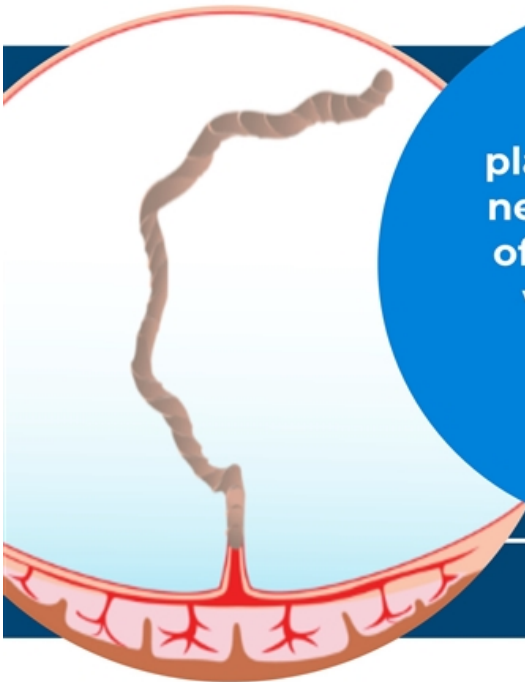
Invest in primary growth drivers

Transforming for innovation



MIMEDX REVOLUTIONIZED THE INDUSTRY

Through innovations in processing and foundational clinical & scientific research utilizing the power of the placenta



Placental platform affords next generation of portfolio and versatility to address additional conditions

Vertically integrated, scalable recovery network

Robust & proprietary manufacturing process

1.9M+ placental tissue-based allografts to date

Terminally sterilized for safety with 5-year shelf life

40+ scientific and clinical publications

Commercial platform with best-in-class market access

AmnioFIX[®]

AmnioFIX[®]
INJECTABLE

EpiFIX[®]

EpiFIX[®]
MICRONIZED

EpiCORD[®]

AmnioCORD[®]

AmnioFill[®]

ADVANCED WOUND CARE SECTOR IS LARGE AND GROWING, WITH CONSIDERABLE UNMET NEED



Growth drivers:

- Aging population
- Growing prevalence of diabetes and chronic wounds
- Increasing number of wound care procedures
- Rising physician awareness of new treatment options
- Focus on clinical efficacy and cost effectiveness

SUPPORTIVE EVIDENCE REFLECTED IN RECENT AHRQ¹ REPORT

164

studies and
81 SEADs³ submissions

22

RCTs in final brief
examining use of
16 distinct skin
substitutes

12

RCTs assessed as
low risk of bias

This report is “intended to help health care decision makers — patients and clinicians, health system leaders, and policymakers, among others — make well-informed decisions and thereby improve the quality of health care services”²

MiMedx was the only entity to have two studies that met the criteria for RCTs with statistically significant differences

“Authors reported EpiFix[®] provided significant benefit over Apligraf[®] and standard of care”

Of the 16 skin substitute products, only “one skin substitute was examined in five studies”

FOUR KEY DRIVERS TO ACHIEVE CORE GROWTH

Existing Core Business

ENHANCE PORTFOLIO VALUE

Maximize core business

Increase sales force productivity and commercial analytics

Highlight clinical and economic value

1

EXPAND THE MARKET

Drive disease state awareness across care continuum

Publish additional data

Expand into **additional wound applications**

2

Portfolio Expansion

TARGET NEW BUSINESS

Continue **product innovation**

Explore additional **priority markets**

Identify **wound care adjacencies**

3

PURSUE INTERNATIONAL EXPANSION

Advance market assessments and analytics

Leverage clinical and regulatory expertise

Invest in prioritized new markets

4

LATE-STAGE PIPELINE LEVERAGES LEADERSHIP IN PLACENTAL SCIENCE

Potential to address unmet patient needs as a platform technology across multiple markets

ADVANCED WOUND CARE

Diabetic
Foot Ulcers/
Surgical
Wounds*

Surgical
Wounds*

APPLICATION
IN PROCESS

APPLICATION
IN PROCESS

MUSCULOSKELETAL

Knee
Osteoarthritis

Plantar
Fasciitis

Achilles
Tendonitis

PHASE 2B

PHASE 3

PHASE 3

GAPS IN TODAY'S TREATMENT OPTIONS PROVIDE OPPORTUNITY TO ADDRESS DEGENERATIVE MUSCULOSKELETAL CONDITIONS

Plantar Fasciitis:

2M+

Patients treated
for PF annually

~1M/year

Visit hospital-based
MDs for treatment¹

20-30%

Treated with traditional
measures progress to a
chronic condition

\$284M

Projected national
economic burden

Recovery for chronic PF tends to be
lengthy and **recurrence is common**



GAPS IN TODAY'S TREATMENT OPTIONS PROVIDE OPPORTUNITY TO ADDRESS DEGENERATIVE MUSCULOSKELETAL CONDITIONS

Knee Osteoarthritis (KOA):

Micronized Dehydrated Human Amnion / Chorion Membrane (mdHACM) Injection in the Treatment of KOA¹

- Evaluated 82 KOA patients and 100 knees injected with 100mg mdHACM by a single physician, over a 14-month period
- Represents largest single-physician experience with injectable amniotic tissue for treatment of KOA reported to date

Findings:

- mdHACM injection clinically effective in reducing pain and improving function in the setting of KOA
- No serious or ongoing, unresolved adverse events were observed in this cohort

~242M

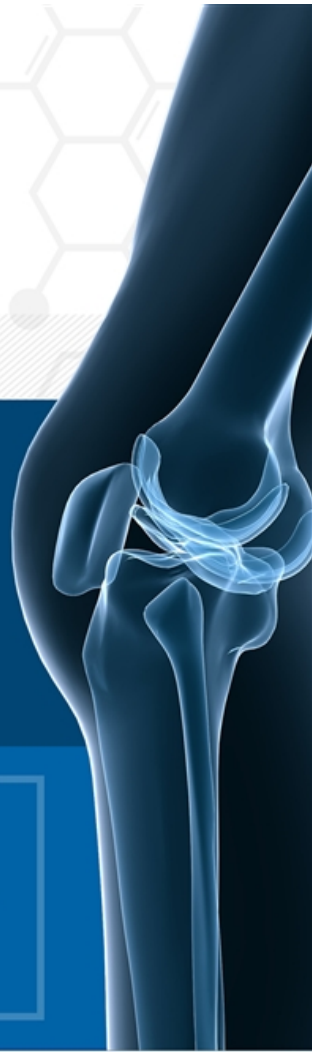
Worldwide with symptomatic OA of the hip and/or knee²

~45%

Lifetime risk of developing knee OA³

~\$71B

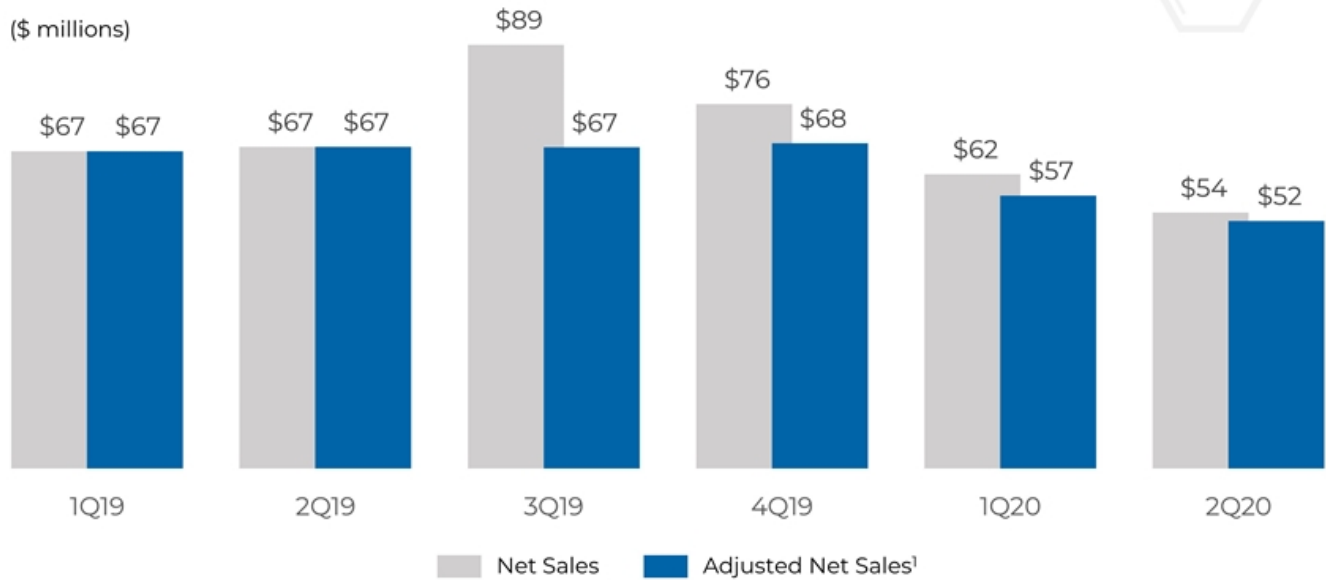
U.S. annual total of lost work earnings attributable to OA⁴



KEY FINANCIAL METRICS

RECENT REVENUE TRENDS DEMONSTRATE RECOVERY

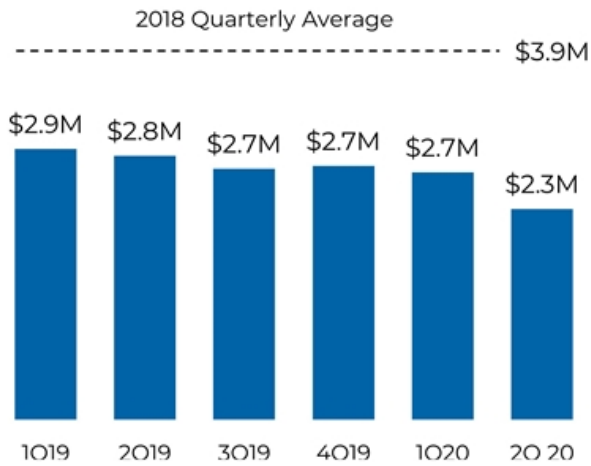
Net sales in June and July were in line with prior year months on an as-shipped basis, after net sales in April and May were down significantly due to COVID-19 related impacts



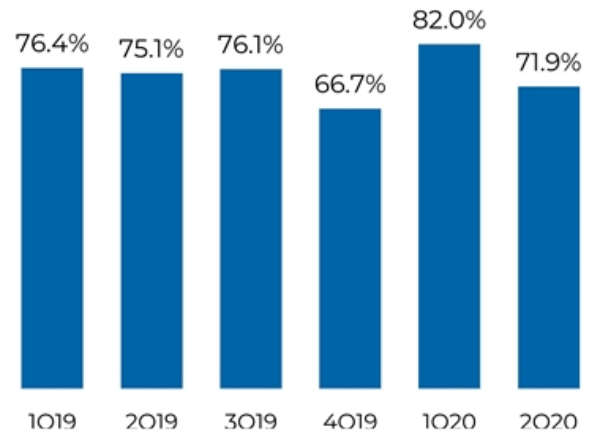
(1) Adjusted Net Sales excludes impact of Revenue Transition amounts. See Appendix for reconciliation to Net Sales.

OPERATING EXPENSES WILL REFLECT INVESTMENT IN R&D AND COMMERCIAL VALUE DRIVERS

R&D SPENDING



SG&A as % of ADJUSTED NET SALES¹

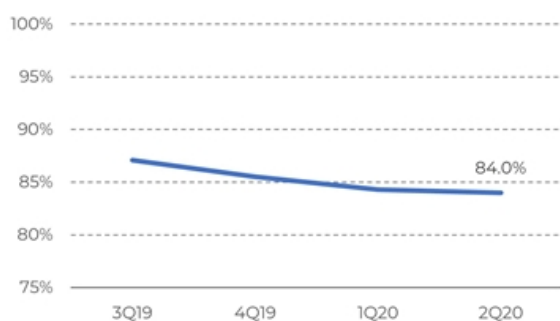


R&D spending will increase to support IND's heading towards BLA's
Operating cost basis can be leveraged as sales increase

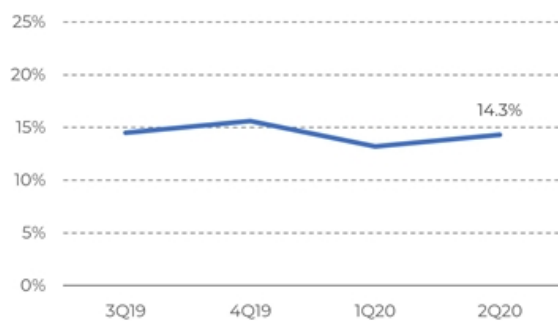
PROFITABILITY MEASURES CONSISTENT: PRIORITY IS TO IMPROVE PERFORMANCE

(\$ millions)	3Q19	4Q19	1Q20	2Q20	TTM ²
Adjusted Net Sales¹	\$ 67.3	\$ 68.2	\$ 57.2	\$51.9	\$244.7
Adjusted Gross Profit¹	57.1	56.6	47.8	44.0	205.5
Adjusted Net Loss¹	(6.2)	(13.3)	(8.7)	(9.9)	(38.2)
Adjusted EBITDA³	7.6	14.1	3.1	10.2	35.0

TTM ADJUSTED GROSS MARGIN¹



TTM ADJUSTED EBITDA MARGIN



(1) Adjusted Net Sales, Adjusted Gross Profit, and Adjusted Gross Margin exclude impact of Revenue Transition amounts. Net sales, in millions, for the noted periods were 3Q19-\$88.9, 4Q19-\$76.4, 1Q20-\$61.7, 2Q20-\$53.6, and TTM-\$280.6. Gross Profit, in millions for the noted periods were 3Q19-\$75.7, 4Q19-\$63.7, 1Q20-\$51.7, 2Q20-\$45.4, and TTM-\$236.5. Net Income (Loss), in millions, for the noted periods were 3Q2019-\$12.4, 4Q2019-\$17.5, 1Q2020-\$14.8, 2Q2020-\$18.5. See Appendix for reconciliation to Net Sales, Gross Profit and Gross Margin; (2) TTM = Trailing Twelve Months; (3) See appendix for reconciliation of Net Loss to Adjusted EBITDA.

RECENT TRANSACTIONS PROVIDE FINANCIAL FLEXIBILITY

Issued \$100 million in convertible preferred stock

- Initial holders are affiliates of EW Healthcare Partners (90%) and Hayfin Capital Management (10%)
- Two board members – Marty Sutter and Bill Hawkins
- Conversion price of \$3.85
- Dividends at 4% through June 2021; 6% thereafter

Entered into \$75 million loan facility

- Term loan of \$50 million
- Maturity in July 2025
- No principal payments
- Interest rate at L+6.75%
- Counterparties are affiliates of Hayfin Capital Management

Financing transactions¹ provide ability to:

- Stabilize business
- Prioritize investment in growth drivers
- Pursue attractive growth opportunities

STRATEGIC PRIORITIES

BUILDING VALUE FOR ALL STAKEHOLDERS



**Profitable
growth**



**Pipeline
maturation**



**International
expansion**



**Operational
excellence**

Seasoned
management team
ready to execute

Poised to catalyze
growth in core
business

Attractive pipeline
aimed at large
markets

QUESTION & ANSWER SESSION

APPENDIX

JUNE 30, 2020 BALANCE SHEET DOES NOT REFLECT IMPROVED LIQUIDITY FROM TRANSACTIONS

(in millions)	AS REPORTED	IMPACT OF TRANSACTIONS ¹	AS REPORTED PLUS IMPACT OF TRANSACTIONS	WHEN CONVERTED ²
Cash	\$ 48.2	\$ 65.4	\$ 113.6	
Other	102.7	0.9	103.6	
Total Assets	\$ 150.9	\$ 66.3	\$ 217.2	
Long-term debt, including current portion	\$ 65.2	\$ (18.5)	\$ 46.7	
Other	62.8	0	62.8	
Total Liabilities	128.0	(18.5)	109.5	
Convertible Preferred Stock	0	91.2	91.2	0
Stockholders' Equity	22.9	(6.5)	16.4	108.4
Total Liabilities and Equity	\$ 150.9	\$ 66.3	\$ 217.2	
Shares outstanding – simple	110.3	0	110.3	136.3
Shares outstanding – diluted	110.3	26.0	136.3	

IMPACT OF REVENUE TRANSITION ADJUSTMENTS

(in millions)

	AS REPORTED				IMPACT OF REVENUE TRANSITION ⁽¹⁾				ADJUSTED			
	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2019	Q4 2019	Q1 2020	Q2 2020
Net Sales	\$88.9	\$76.4	\$61.7	\$53.6	\$21.5	\$8.2	\$4.5	\$1.7	\$67.3	\$68.2	\$57.2	\$51.9
Gross Profit	75.7	63.7	51.7	45.4	18.6	7.1	3.9	1.5	57.1	56.6	47.8	44.0
Gross Margin	85.1%	83.4%	83.8%	84.7%					84.8%	83.0%	83.6%	84.7%
SG&A % of Net Sales	57.7%	59.5%	76.0%	69.6%					76.1%	66.7%	82.0%	71.9%
Net Income (Loss)	12.4	(7.5)	(4.8)	(8.5)	18.6	5.9	3.9	1.5	(6.2)	(13.3)	(8.7)	(9.9)
Net Income (Loss) % of Net Sales	13.9%	(9.8)%	(7.8)%	(15.8)%					(9.2)%	(19.6)%	(15.2)%	(19.1)%
Adjusted EBITDA	7.6	14.1	3.1	10.2	0.0	0.0	0.0	0.0	7.6	14.1	3.1	10.2
Adjusted EBITDA % of Net Sales	8.5%	18.5%	5.0%	19.1%					11.3%	20.7%	5.4%	19.7%

(1) Impact of revenue transition includes the Transition Adjustment during 3Q2019 and cash collected in 4Q2019, 1Q2020 and 2Q2020 related to the Remaining Contracts. For a discussion of the revenue transition and the defined terms, refer to Item 8, Notes to the Consolidated Financial Statement in the MiMedx Group, Inc. Form 10-K for the year ended December 31, 2019, and the respective Form 10-Qs for the noted quarterly periods.

TRAILING TWELVE MONTH (TTM) CALCULATION: GROSS MARGIN & ADJUSTED EBITDA AS REPORTED

(in millions)

	QUARTERLY TREND							TTM TREND			
	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2019	Q4 2019	Q1 2020	Q2 2020
Net Sales	\$92.6	\$66.6	\$67.4	\$88.9	\$76.4	\$61.7	\$53.6	\$315.4	\$299.3	\$294.4	\$280.6
Gross Profit	82.2	59.1	57.7	75.7	63.7	51.7	45.4	274.7	256.2	248.7	236.5
Gross Margin	88.8%	88.9%	85.5%	85.1%	83.4%	83.8%	84.7%	87.1%	85.6%	84.5%	84.3%
Net Income (Loss)	(36.2)	(13.3)	(17.2)	12.4	(7.5)	(4.8)	(8.5)	(54.3)	(25.6)	(17.1)	(8.4)
Depreciation & Amortization	2.2	2.4	1.9	1.9	1.8	1.8	1.7	8.4	8.0	7.4	7.2
Interest Expense	(0.2)	(0.2)	0.3	2.3	2.4	2.4	2.6	2.1	4.7	7.3	9.6
Income Tax	27.5	0.8	0.0	(0.3)	0.2	(11.3)	0.0	28.1	0.8	(11.4)	(11.4)
EBITDA	(6.7)	(10.3)	(15.0)	16.2	(3.0)	(12.0)	(4.2)	(15.7)	(12.0)	(13.7)	(2.9)
Investigation & Restatement	20.0	18.1	21.0	7.2	20.1	15.6	11.4	66.4	66.5	64.0	54.4
Revenue Transition	0.0	0.0	0.0	(18.6)	(5.9)	(3.9)	(1.5)	(18.6)	(24.5)	(28.3)	(29.8)
Share-Based Compensation	1.5	3.0	3.5	2.7	2.9	3.3	4.4	10.6	12.1	12.4	13.3
Adjusted EBITDA	14.8	10.9	9.5	7.6	14.1	3.1	10.2	42.7	42.1	34.3	35.0
Adjusted EBITDA % of Net Sales	15.9%	16.3%	14.1%	8.5%	18.5%	5.0%	19.1%	13.5%	14.1%	11.7%	12.5%

TRAILING TWELVE MONTH (TTM) CALCULATION: ADJUSTED GROSS MARGIN & ADJUSTED EBITDA

(in millions)

	QUARTERLY TREND							TTM TREND			
	Q4 2018	Q1 2019	Q2 2019	Q3 2019	Q4 2019	Q1 2020	Q2 2020	Q3 2019	Q4 2019	Q1 2020	Q2 2020
Adjusted Net Sales	\$92.6	\$66.6	\$67.4	\$67.3	\$68.2	\$57.2	\$51.9	\$293.9	\$269.5	\$260.2	\$244.7
Adjusted Gross Profit	82.2	59.1	57.7	57.1	56.6	47.8	44.0	256.1	230.5	219.2	205.5
Adjusted Gross Margin	88.8%	88.9%	85.5%	84.8%	83.0%	83.6%	84.7%	87.1%	85.5%	84.3%	84.0%
Adjusted Net Loss¹	(36.2)	(13.3)	(17.2)	(6.2)	(13.3)	(8.7)	(9.9)	(72.9)	(50.0)	(45.4)	(38.2)
Depreciation & Amortization	2.2	2.4	1.9	1.9	1.8	1.8	1.7	8.4	8.0	7.4	7.2
Interest Expense	(0.2)	(0.2)	0.3	2.3	2.4	2.4	2.6	2.1	4.7	7.3	9.6
Income Tax	27.5	0.8	0.0	(0.3)	0.2	(11.3)	0.0	28.1	0.8	(11.4)	(11.4)
EBITDA	(6.7)	(10.3)	(15.0)	(2.3)	(8.9)	(15.8)	(5.6)	(34.3)	(36.5)	(42.0)	(32.7)
Investigation & Restatement	20.0	18.1	21.0	7.2	20.1	15.6	11.4	66.4	66.5	64.0	54.4
Share-Based Compensation	1.5	3.0	3.5	2.7	2.9	3.3	4.4	10.6	12.1	12.4	13.3
Adjusted EBITDA	14.8	10.9	9.5	7.6	14.1	3.1	10.2	42.7	42.1	34.3	35.0
Adjusted EBITDA % of Net Sales	15.9%	16.3%	14.1%	11.3%	20.7%	5.4%	19.7%	14.5%	15.6%	13.2%	14.3%