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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**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 18, 2023**

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**Axonics, Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-38721**  
(Commission File Number)

**45-4744083**  
(I.R.S. Employer  
Identification No.)

**26 Technology Drive**  
**Irvine, California 92618**  
(Address of principal executive offices) (Zip Code)

**(949) 396-6322**  
(Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

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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 Exchange Act:

<u>Title of class</u>	<u>Trading symbol</u>	<u>Name of exchange on which registered</u>
Common stock, par value \$0.0001 per share	AXNX	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in 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.

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

On August 18, 2023, Dan L. Dearen, President and Chief Financial Officer (Principal Financial and Accounting Officer) of Axonics, Inc. (the “Company”), provided formal notice of his decision to retire from the Company effective October 2, 2023. Mr. Dearen’s decision was not the result of any dispute or disagreement with the Company, including with respect to any matters relating to the Company’s accounting practices or financial reporting.

Effective upon Mr. Dearen’s exit on October 2, 2023, the Company intends to appoint Kari Keese to serve as Chief Financial Officer. Ms. Keese, age 38, currently serves as the Company’s Vice President of Finance and Accounting, a role she has held since 2019 and previously served as the Company’s Director of Finance and Controller from 2014 to 2019. Prior to joining the Company, Ms. Keese served as Controller at Vessix Vascular, Inc. from 2012 to 2014, and began her career in public accounting. Ms. Keese is a certified public accountant and holds a Bachelor of Arts degree in business economics from University of California Santa Barbara and a management certification from UCLA Anderson School of Management.

There are no arrangements between Ms. Keese and any other persons pursuant to which she will be appointed to serve as the Company’s Chief Financial Officer. There are no family relationships between Ms. Keese and any director or executive officer of the Company, and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

**Item 7.01. Regulation FD Disclosure.**

On August 21, 2023, the Company issued a press release announcing the events described in Item 5.02 of this Current Report on Form 8-K and reaffirming its fiscal year 2023 revenue guidance. A copy of such press release is attached hereto as Exhibit 99.1 and incorporated by reference in this Item 7.01.

The information contained in Item 7.01 of this Current Report on Form 8-K, including in Exhibit 99.1 attached hereto, is “furnished” and not “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section. Such information shall not be incorporated by reference in another filing under the Exchange Act or the Securities Act of 1933, as amended, except to the extent such other filing specifically incorporates such information by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Press release of Axonics, Inc., dated August 21, 2023</a>
104	Cover Page Interactive Date File - the cover page XBRL tags are embedded within the Inline XBRL document.

**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.

**AXONICS, INC.**

Date: August 21, 2023

By:

/s/ Raymond W. Cohen

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Raymond W. Cohen

Chief Executive Officer

## Axonics Announces CFO Retirement and Appoints Successor

**IRVINE, Calif. – August 21, 2023** – Axonics, Inc. (Nasdaq: AXNX), a global medical technology company that is developing and commercializing novel products for the treatment of bladder and bowel dysfunction, today announced that Dan L. Dearen, president and chief financial officer, is retiring from the company. Kari Keese, vice president of finance and accounting, will succeed Mr. Dearen on Monday, October 2.

“On behalf of the Axonics team and the board of directors, I want to thank Dan, my co-founder and longtime colleague, for his many contributions to the company over the last 10 years,” said Raymond W. Cohen, chief executive officer. “Dan has played an instrumental role in Axonics’ success and the significant value that has been created for the company’s shareholders. We wish Dan all the best on his retirement.”

Mr. Dearen said, “It has been a privilege working alongside the talented, mission-driven team at Axonics. I am incredibly proud of the impact the company’s therapies have had on improving the quality of life for tens of thousands of incontinence patients. I will follow Axonics with pride as it continues on its path to market leadership.”

Ms. Keese leads the company’s finance and accounting functions. She joined Axonics in 2014 and previously served as the company’s director of finance and controller. Prior to Axonics, Ms. Keese was controller at Vessix Vascular, Inc., a company led by Mr. Cohen and Mr. Dearen that was acquired by Boston Scientific in late 2012 and began her career in public accounting. Ms. Keese is a certified public accountant and holds a Bachelor of Arts degree in business economics from University of California Santa Barbara and a management certification from UCLA Anderson School of Management.

Mr. Cohen added, “Kari has been with Axonics for over nine years and has served as a valuable member of our senior management team. She is a seasoned executive and we are confident that she will excel as our next chief financial officer. Kari’s deep knowledge of the company and track record of financial leadership make her an ideal successor to Dan.”

Axonics is reaffirming its fiscal year 2023 revenue guidance of \$358 million that was previously provided on July 27, 2023.

### About Axonics

Axonics is a global medical technology company that is developing and commercializing novel products for adults with bladder and bowel dysfunction. Axonics recently ranked No. 2 on the 2023 Financial Times ranking of the fastest growing companies in the Americas and No. 4 on the 2022 Deloitte Technology Fast 500.

Axonics® sacral neuromodulation systems provide adults with overactive bladder and/or fecal incontinence with long-lived, easy to use, safe, clinically effective therapy. Bulkamid®, the company’s best-in-class urethral bulking hydrogel, provides safe and durable symptom relief to women with stress urinary incontinence. In the U.S., moderate to severe urinary incontinence affects an estimated 28 million women and fecal incontinence affects an estimated 19 million adults. For more information, visit [www.axonics.com](http://www.axonics.com).

## **Forward-Looking Statements**

Statements made in this press release that relate to future plans, events, prospects or performance are forward-looking statements as defined under the Private Securities Litigation Reform Act of 1995. Words such as “plans,” “expects,” “believes,” “anticipates,” “designs,” and similar words are intended to identify forward-looking statements. While these forward-looking statements are based on the current expectations and beliefs of management, such forward-looking statements are subject to a number of risks, uncertainties, assumptions and other factors that could cause actual results to differ materially from the expectations expressed in this press release, including the risks and uncertainties disclosed in Axonics filings with the Securities and Exchange Commission, all of which are available online at [www.sec.gov](http://www.sec.gov). Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. Except as required by law, Axonics undertakes no obligation to update or revise any forward-looking statements to reflect new information, changed circumstances or unanticipated events.

### **Axonics contact:**

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