

**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 10, 2017**

**CHF SOLUTIONS, INC.**

(Exact name of registrant as specified in its charter)

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

**001-35312**  
(Commission File Number)

**68-0533453**  
(IRS Employer Identification No.)

**12988 Valley View Road  
Eden Prairie, Minnesota 55344**  
(Address of principal executive offices) (Zip Code)

**(952) 345-4200**  
(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))

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.

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### **Item 3.03 Material Modification to Rights of Security Holders.**

To the extent required by Item 3.03 of Form 8-K, the information contained in Item 5.03 and 5.07 of this report is incorporated herein by reference.

### **Item 5.03 Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On October 10, 2017, CHF Solutions, Inc. (the “*Company*”) held a special meeting of stockholders (the “*Special Meeting*”) at its offices at 12988 Valley View Road, Eden Prairie, Minnesota. At the Special Meeting, the stockholders approved the proposal to amend the Company’s Fourth Amended and Restated Certificate of Incorporation, as amended (the “*Certificate of Incorporation*”), to effect a reverse stock split of its outstanding common stock, at any time prior to the first anniversary of the approval by the stockholders, at a ratio in the range of one-for-ten to one-for-twenty, to be determined at the discretion of the Board of Directors of the Company (the “*Board*”).

On October 10, 2017, following the Special Meeting, the Board approved a one-for-twenty reverse stock split of the Company’s issued and outstanding shares of common stock (the “*Reverse Stock Split*”). On October 12, 2017, the Company filed with the Secretary of State of the State of Delaware a Certificate of Amendment to its Fourth Amended and Restated Certificate of Incorporation (the “*Certificate of Amendment*”) to effect the Reverse Stock Split. The Reverse Stock Split will become effective as of 5:00 p.m. Eastern Time on October 12, 2017, and the Company’s common stock will begin trading on a split-adjusted basis when the market opens on October 13, 2017.

When the Reverse Stock Split becomes effective, every twenty shares of the Company’s issued and outstanding common stock (and such shares held in treasury) will automatically be converted into one share of common stock, without any change in the par value per share. In addition, a proportionate adjustment will be made to the per share exercise price and the number of shares issuable upon the exercise of all outstanding stock options, restricted stock units and warrants to purchase shares of common stock and the number of shares reserved for issuance pursuant to the Company’s equity incentive compensation plans. Any fraction of a share of common stock that would be created as a result of the Reverse Stock Split will be rounded down to the next whole share and the stockholder will receive cash equal to the market value of the fractional share, determined by multiplying such fraction by the closing sales price of the Company’s common stock as reported on Nasdaq on the last trading day before the Reverse Stock Split becomes effective.

The Company’s common stock will continue to trade on the Nasdaq Capital Market under the symbol “CHFS.” The new CUSIP number for common stock following the Reverse Stock Split will be 12542Q 508.

American Stock Transfer & Trust Company, the Company’s transfer agent, will act as the exchange agent for the Reverse Stock Split.

For more information about the Reverse Stock Split, see the Company’s Definitive Proxy Statement on Schedule 14A (the “*Special Meeting Proxy Statement*”), which was filed with the Securities and Exchange Commission and mailed to the Company’s stockholders on or about September 8, 2017, the relevant portions of which are incorporated herein by reference. A copy of the Certificate of Amendment is attached as Exhibit 3.1 hereto and incorporated herein by reference.

### **Item 5.07 Submission of Matters to a Vote of Security Holders.**

At the Special Meeting, the following proposals were submitted to the Company’s stockholders:

- (1) Approval of an amendment to the Fourth Amended and Restated Certificate of Incorporation, as amended, to effect a reverse split of the outstanding common stock at a ratio in the range of one-for-ten to one-for-twenty, to be determined at the discretion of the Board.
  - (2) Authorization of one or more adjournments of the special meeting to solicit additional proxies in the event there are insufficient votes to approve Proposal 1.
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For more information about the foregoing proposals, see the Special Meeting Proxy Statement. Holders of the Company's common stock were entitled to one vote per share. The number of votes cast for and against and the number of abstentions and broker non-votes with respect to each matter voted upon are set forth below:

- (1) Approval of an amendment to the Fourth Amended and Restated Certificate of Incorporation, as amended, to effect a reverse split of the outstanding common stock at a ratio in the range of one-for-ten to one-for-twenty, to be determined at the discretion of the Board:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
6,354,265	2,469,270	173,803	0

- (2) Authorization of one or more adjournments of the special meeting to solicit additional proxies in the event there are insufficient votes to approve Proposal 1:

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
6,074,633	2,688,225	234,480	0

The results reported above are final voting results. No other matters were considered or voted upon at the Special Meeting.

**Item 8.01 Other Events.**

On October 12, 2017, the Company issued a press release announcing that the Board has approved the Reverse Stock Split. A copy of the press release is attached hereto as Exhibit 99.1, and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit Number</b>	<b>Description</b>
3.1	Certificate of Amendment to Fourth Amended and Restated Certificate of Incorporation, as amended, of Sunshine Heart, Inc.
99.1	Press release dated October 12, 2017

**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.

Date: October 12, 2017

**CHF SOLUTIONS, INC.**

By: /s/ CLAUDIA DRAYTON  
Name: Claudia Drayton  
Title: Chief Financial Officer

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EXHIBIT INDEX

**Exhibit  
Number**

**Description**

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<a href="#">3.1</a>	Certificate of Amendment to Fourth Amended and Restated Certificate of Incorporation, as amended, of Sunshine Heart, Inc.
<a href="#">99.1</a>	Press release dated October 12, 2017

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**CERTIFICATE OF AMENDMENT  
TO THE  
FOURTH AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
CHF SOLUTIONS, INC.**

**CHF Solutions, Inc.**, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the “**Corporation**”), does hereby certify:

**FIRST:** That the Board of Directors of the Corporation duly adopted resolutions to amend its Fourth Amended and Restated Certificate of Incorporation as follows, declaring said amendment to be advisable and calling for submission of said resolution to a vote of the stockholders of said Corporation;

**SECOND:** That thereafter, at a meeting duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware, the stockholders of the Corporation duly voted a majority of the outstanding stock of the Corporation entitled to vote thereon in favor of adoption of said amendment; and

**THIRD:** That said amendment being duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware, the Fourth Amended and Restated Certificate of Incorporation of Sunshine Heart, Inc., as previously amended, is hereby amended as follows:

Paragraph A of ARTICLE IV, AUTHORIZED STOCK AND RELATIVE RIGHTS, as amended to date, is hereby deleted in its entirety and replaced by the following:

“The Corporation is authorized to issue two classes of stock to be designated, respectively, “**Common Stock**” and “**Preferred Stock**”. The total number of shares that the Corporation is authorized to issue is One Hundred Forty Million (140,000,000) shares, each with a par value of \$0.0001 per share. One Hundred Million (100,000,000) shares shall be Common Stock and Forty Million (40,000,000) shares shall be Preferred Stock. Upon the filing and effectiveness (the “**Effective Time**”) pursuant to the General Corporation Law of the State of Delaware (the “**DGCL**”) of this Certificate of Amendment to the Fourth Amended and Restated Certificate of Incorporation of the Corporation, as previously amended (the “**Restated Certificate**”), each twenty (20) shares of the Corporation’s Common Stock issued and outstanding immediately prior to the Effective Time shall, automatically and without any action on the part of the Corporation or respective holders thereof, be combined and converted into one (1) validly issued, fully paid and non-assessable share of Common Stock; provided, however, that the Corporation shall issue no fractional shares as a result of the actions set forth herein but shall instead pay to the holder of such fractional share a sum in cash equal to such fraction multiplied by the closing sales price of the Common Stock as reported on The Nasdaq Capital Market on the last trading day before the Effective Time.”

**FOURTH:** The Effective Time of said amendment will be October 12<sup>th</sup> at 5:00 p.m. Eastern Time.

**IN WITNESS WHEREOF**, the Corporation has caused this Certificate of Amendment to be signed by its Secretary this 12<sup>th</sup> day of October, 2017.

**CHF SOLUTIONS, INC.**

By: /s/Claudia Drayton  
Claudia Drayton, Secretary

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### CHF Solutions Announces 1 for 20 Reverse Split Ratio

**EDEN PRAIRIE, Minn., October 12, 2017 (GLOBE NEWSWIRE)** — CHF Solutions, Inc. (NASDAQ:CHFS) announced today a 1-for-20 reverse split of its common stock, effective at 5:00 pm Eastern time today. Beginning tomorrow, October 13, 2017, the Company's common stock will trade on The Nasdaq Capital Market on a split adjusted basis.

At CHF Solutions' special meeting of stockholders on October 10, 2017, the Company's stockholders authorized the Board of Directors to amend the Fourth Amended and Restated Certificate of Incorporation, as amended, of the Company to effect a reverse stock split at a ratio in the range of 1-for-10 to 1-for-20, as determined at the discretion of the Company's Board of Directors.

Upon effectiveness, the reverse stock split will cause a reduction in the number of shares of common stock outstanding and issuable upon the conversion of the Company's outstanding stock options and warrants in proportion to the ratio of the reverse split, and will cause a proportionate increase in the conversion and exercise prices of such stock options and warrants. The number of shares of common stock issuable upon the exercise or vesting of outstanding stock options and warrants will be rounded down to the nearest whole share.

The Company's common stock will continue to trade on the Nasdaq Capital Market under the symbol "CHFS." The new CUSIP number for the common stock following the reverse split is 12542Q 508.

The number of authorized shares of the Company's common stock will remain at 100,000,000, while the number of outstanding shares will be reduced from approximately 12.5 million to approximately 626,000. No fractional shares will be issued following the reverse stock split.

Additional information about the reverse stock split can be found in the Company's definitive proxy statement filed with the Securities and Exchange Commission on September 8, 2017, a copy of which is also available on the Company's website under the Investors page.

#### About CHF Solutions

CHF Solutions, Inc. (NASDAQ:CHFS) is a medical device company focused on commercializing the Aquadex FlexFlow system for Aquapheresis® therapy. The Aquadex FlexFlow system, is indicated for temporary (up to eight hours) ultrafiltration treatment of patients with fluid overload who have failed diuretic therapy, and extended (longer than 8 hours) ultrafiltration treatment of patients with fluid overload who have failed diuretic therapy and require hospitalization. All treatments must be administered by a healthcare provider, under physician prescription, both of whom having received training in extracorporeal therapies. The company's objective is to improve the quality of life for patients with heart failure and related conditions. CHF Solutions is a Delaware corporation headquartered in Minneapolis with wholly owned subsidiaries in Australia and Ireland. The company has been listed on the NASDAQ Capital Market since February 2012.

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For further information, please contact:

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