

KELVIN MEDICAL, INC.

FORM 8-K (Current report filing)

Filed 04/02/18 for the Period Ending 04/02/18

Address	10930 SKYRANCH PLACE NEVADA CITY, NV, 95959
Telephone	(530) 388-8706
CIK	0001679836
Symbol	KVMD
SIC Code	3841 - Surgical and Medical Instruments and Apparatus
Industry	Medical Equipment, Supplies & Distribution
Sector	Healthcare
Fiscal Year	06/30

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): **April 2, 2018**

KELVIN MEDICAL, INC.

(Exact name of Company as specified in its charter)

Nevada

(State or other jurisdiction
of Incorporation)

000-55856

(Commission File Number)

81-2552488

(IRS Employer
Identification Number)

**10930 Sky ranch Place
Nevada City, California 95959**

(Address of principal executive offices)

(530) 388-8706

(Company ' s Telephone Number)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Company 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))

ITEM 8.01. OTHER INFORMATION

Letter to our Shareholders

We recently filed a Form 8-K with information relative to a temporary suspension imposed by the Securities and Exchange Commission on trading of our stock. We are in the process of addressing the concerns voiced by the SEC and are posting this letter to our Shareholders, attached to this Form 8-K as an exhibit.

Our Mission

To impact global health and well-being, using diagnostics and individualized recommendations, through a new generation of telehealth wearable technologies.

For more information, please visit <http://www.kelvinmedical.com/>

ITEM 9. FINANCIAL STATEMENTS AND EXHIBITS

INDEX TO EXHIBITS

Exhibit No.	Description
99.1	Letter to our Shareholders

Forward-Looking Statements

Legal Notice Regarding Forward-Looking Statements in this news release that are not historical facts are forward-looking statements that are subject to risks and uncertainties. Forward-looking statements are based on current facts and analyses and other information that are based on forecasts of future results, estimates of amounts not yet determined, and assumptions of management. Forward looking statements are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "aims", "potential", "goal", "objective", "prospective", and similar expressions or that events or conditions "will", "would", "may", "can", "could" or "should" occur. Information concerning oil or natural gas reserve estimates may also be deemed to be forward looking statements, as it constitutes a prediction of what might be found to be present when and if a project is actually developed.

Actual results may differ materially from those currently anticipated due to a number of factors beyond the reasonable control of the Company. It is important to note that actual outcomes and the Company's actual results could differ materially from those in such forward-looking statements. Factors that could cause actual results to differ materially include misinterpretation of data, the uncertainty of the requirements demanded by governmental agencies, the Company's ability to raise financing for operations, breach by parties with whom we have contracted, inability to maintain qualified employees or consultants because of compensation or other issues, and successful completion of development programs. Additional information on risks for the Company can be found in the Company's periodic filings filed from time to time with US Securities and Exchange Commission at www.sec.gov.

This release does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States.

Media Inquiries

Kelvin Medical, Inc.

<http://www.kelvinmedical.com>

media.relations@kelvinmedical.com

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

KELVIN MEDICAL, INC.

Date: April 2, 2018

By: /s/William Mandel
William Mandel, President

April 2, 2018

To our valued shareholders:

Thanks to our friends and family who invested in Kelvin Medical, we began trading on the OTC market at the end of November 2017; our symbol is KVMD.

However, I was notified on March 20, 2018, of a temporary halt the Securities and Exchange Commission (SEC) placed on our Trading Symbol. I was notified by our legal counsel, who, like many of our shareholders was alerted through IHUB. I had no knowledge of the suspension, and did not get formal notification from the SEC until later that week with regard to the temporary suspension and the halt on our trading. The notification letter stated the following:

"It appears to the Securities and Exchange Commission ("Commission") that there is a lack of adequate and accurate information concerning the securities of Kelvin Medical, Inc. ("KVMD") (CIK No. 0001679836) regarding, among other things, the nature of the company's business operations since at least January 18, 2018. Questions have also arisen concerning potential manipulative activity in the securities of the company."

I have spent a great deal of time attempting to understand the reasons behind the temporary suspension. I've researched other companies, as well as CEO statements and still have no knowledge as to why this happened. Kelvin Medical has been fully reporting from day one. Kelvin Medical is a viable company, we continue to move forward with the execution of our business plan, and are intent on bringing our Therm-N-Ice to the public. Further, we continue to work on developing plans to design and engineer future medical devices and telehealth wearables.

Bringing Therm-N-Ice to people who can truly benefit from it has been, and continues to be, my dream.

Additionally, I received notice from the Depository Trust Company DTC, where shares of Kelvin Medical may be deposited electronically, on Friday, March 23, 2018, that there was a global lock on our DTC account – which is based on the temporary suspension imposed by the SEC.

On March 22, 2018, we filed a Form 8-K with the SEC regarding recent events, including the discussion of the temporary trading suspension of our stock. I am at a loss as to why the SEC would question the company's business operations; we continue to develop the Therm-N-Ice proto-type and are researching and setting out plans to create additional wearables that will benefit those who are suffering from various injuries.

As all of our shareholders whom purchased KVMD pursuant to the Form S-1 Registration Statement, which received Effect in January 2017, (all of whom were friends, family, and/or business associates) know, pulling the company together, getting Therm-N-Ice out to the public, and having the chance to work on developing medical devices, has been my passion.

I have also seen on IHUB messages from people (I'm not sure if they are investors, having purchased shares in the public market, or if they are just people who stir things up) who simply want to bash the company, bash people associated with the Company, and say things that just are not true. I do not know if this is done in order to drive the price of the stock down so that these people can get their hands on more stock, or for some other reason. I do know that we intend to keep moving forward and can only hope that this is an obstacle that we will be able to quickly resolve.

All of this is really only my opinion and should not be relied upon for investment purposes or as advice to buy or sell our securities. I am also required to put this disclosure here to ensure that all of you know this is only my opinion.

Sincerely,

/s/William Mandel

William Mandel, MBA
President/CEO
Kelvin Medical, Inc.
www.kelvinmedical.com