6-K 1 brhc10028419\_6k.htm 6-K

**UNITED STATES**  
 **SECURITIES AND EXCHANGE COMMISSION**   
 **Washington, D.C. 20549**

**FORM 6-K**

**Report of Foreign Private Issuer**   
 **Pursuant to Rule 13a-16 or 15d-16**   
 **of the Securities Exchange Act of 1934**

**For the month of August, 2021**

**Commission File Number: 001-38283**

**InflaRx N.V.**   
 (Translation of registrant's name into English)

**Winzerlaer Str. 2**   
 **07745 Jena, Germany**   
 (Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F ☒ Form 40-F ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1): ☐

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): ☐

**INFLARX N.V.**

**Results of Extraordinary General Meeting of Shareholders**

On August 25, 2021, InflaRx N.V. (“InflaRx”) held its Extraordinary General Meeting of Shareholders (the “Extraordinary General Meeting”). The final results of each of the agenda items submitted to a vote by the shareholders are as follows:

**Agenda Item 2.a.Amendment to InflaRx’s articles of association: increase of the authorized share capital**

InflaRx shareholders approved the amendment to InflaRx’s articles of association to increase InflaRx’s authorized share capital to an amount of EUR 26,400,000, divided into 110,000,000 ordinary shares and 110,000,000 preferred shares, having a nominal value of EUR 0.12 each.

A copy of the deed of amendment to the articles of association of InflaRx is attached hereto as Exhibit 99.1 and incorporated herein by reference.

**Agenda Item 2.b.** **Amendment to InflaRx’s** **articles of association: possibility to re-allocate existing authorized share capital**

In accordance with the convening notice and agenda and explanatory notes thereto, Agenda Item 2.b. was not voted on by InflaRx shareholders because Agenda Item 2.a. passed by the requisite majority at the Extraordinary General Meeting.

**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.

|  |  |  |
| --- | --- | --- |
|  | **INFLARX N.V.** | |
|  |  | |
| Date: August 26, 2021 | By: | /s/ Niels Riedemann |
|  | Name: Niels Riedemann | |
|  | Title: Chief Executive Officer | |

**EXHIBIT INDEX**

|  |  |  |
| --- | --- | --- |
| **Exhibit No.** |  | **Description** |
| **99.1** |  | Deed of Amendment to the Articles of Association, dated August 25, 2021. |

4

EX-99.1 2 brhc10028419\_ex99-1.htm EXHIBIT 99.1

**Exhibit 99.1**

*This is a translation into English of the deed of amendment to the articles of association of a public limited liability company under Dutch law. In the event of a conflict between the English and Dutch texts, the Dutch text shall prevail.*

**DEED OF AMENDMENT TO THE ARTICLES OF ASSOCIATION OF**

**INFLARX N.V.**

On this, the twenty-fifth day of August two thousand and twenty-one, appeared before me, Paul Cornelis Simon van der Bijl, civil law notary at Amsterdam:

Esther Helena Maria Schreiber, born in Haarlemmermeer, on the twenty-fourth day of November nineteen hundred and ninety, employed at the offices of me, civil law notary, located at Beethovenstraat 400, 1082 PR Amsterdam.

The person appearing before me declared that the general meeting of shareholders of **InflaRx N.V.**, a public limited liability company ( *naamloze vennootschap*) under Dutch law, having its corporate seat in Amsterdam, the Netherlands (address: Winzerlaer Strasse 2, 07745 Jena, Germany, trade register number: 68904312) (the " **Company**"), held at Amsterdam, the Netherlands, on the twenty-fifth day of August two thousand and twenty-one has resolved to partially amend the Company's articles of association (the " **Articles of Association**").

The Articles of Association were most recently amended by a deed executed on the eighth day of November two thousand and seventeen before Paul Cornelis Simon van der Bijl, aforementioned civil law notary.

Further to this resolution the person appearing stated that the Articles of Association are amended as follows:

|  |  |
| --- | --- |
| **I.** | **Article 4 paragraph 1 will be:** |

|  |  |  |
| --- | --- | --- |
|  | "**4.1** | The Company's authorised share capital amounts to twenty-six million four hundred thousand euro (EUR 26,400,000).". |

|  |  |
| --- | --- |
| **II.** | **Article 4 paragraph 2 will be:** |

|  |  |  |
| --- | --- | --- |
|  | " **4.2** | The authorised share capital is divided into: |

|  |  |  |
| --- | --- | --- |
|  | **a.** | one hundred and ten million (110,000,000) ordinary shares; and |

|  |  |  |
| --- | --- | --- |
|  | **b.** | one hundred and ten million (110,000,000) preferred shares, |

each having a nominal value of twelve eurocents (EUR 0.12).".

**FINAL STATEMENTS**

Finally, the person appearing declared:

|  |  |
| --- | --- |
| **A.** | that the Company's issued capital amounts to five million three hundred two thousand three hundred fifty-three euro and forty-eight eurocent (EUR5,302,353.48), divided into forty-four million one hundred eighty-six thousand two hundred seventy-nine (44,186,279) ordinary shares, with a nominal value of twelve eurocent (EUR 0.12) each; and |

|  |  |
| --- | --- |
| **B.** | that the person appearing has been authorised by the abovementioned general meeting of shareholders to execute this deed. |

2

The person appearing is known to me, civil law notary.

This Deed was executed in Amsterdam on the date mentioned in its heading.

After I, civil law notary, had conveyed and explained the contents of the deed in substance to the person appearing, she declared that she had taken note of the contents of the deed, was in agreement with the contents and did not wish them to be read out in full. Following a partial reading, the deed was signed by the person appearing and by me, civil law notary.

(signatures follow)

|  |  |
| --- | --- |
|  | **ISSUED FOR TRUE COPY**  (Signed: P.C.S. van der Bijl) |