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): August 30, 2022

MEDAVAIL HOLDINGS, INC.
(Exact name of registrant as specified in its charter)

Delaware	**001-36533**	**90-0772394**
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

6665 Millcreek Dr. Unit 1,
Mississauga ON Canada
L5N 5M4
(Address of principal executive offices)

+1 (905) 812-0023
(Registrant’s telephone number, including area code)

N/A
(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 (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**	**Name of each exchange on which registered**
Common Stock, par value $0.001 per share	MDVL	The Nasdaq Stock Market LLC

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. ☐

Item 7.01 Regulation FD Disclosure.

Attached as Exhibit 99.1 to this Current Report on Form 8-K is an investor presentation that MedAvail Holdings, Inc. (the "Company") may use in presentations to investors beginning August 31, 2022.

The investor presentation attached as Exhibit 99.1 to this Report includes "safe harbor" language pursuant to the Private Securities Litigation Reform Act of 1995, as amended, indicating that certain statements contained in the slide presentation are "forward looking" rather than historical.

The information included in this Item 7.01 and in Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that Section or incorporated by reference in any filing under the Securities Act or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing. The Company undertakes no duty or obligation to update or revise information included in this Report or in the Exhibit.

Item 9.01 Financial Statement and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	MedAvail Holdings, Inc. Investor Presentation

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.

		MEDAVAIL HOLDINGS, INC.
Date: August 30, 2022	By:	/s/ Ramona Seabaugh
		Ramona Seabaugh Chief Financial Officer

MedAvail®

Corporate Presentation

Safe Harbor Statements

MedAvail Holdings, Inc. ("MedAvail") cautions you that the statements in this presentation that are not a description of historical fact are forward-looking statements which may be identified by use of the words such as "anticipate," "believe," "expand," "expect," "grow," "intend," "opportunity," "plan," "potential," "project", "target" and "will" among others. These forward-looking statements are based on MedAvail's current expectations and involve assumptions that may never materialize or may prove to be incorrect. Actual results and the timing of events could differ materially from those anticipated in such forward-looking statements as a result of the ability to project future cash utilization and resources need for contingent future liabilities and business operations, the availability of sufficient resources for combined company operations and to conduct or continue planned product development activities, the ability to execute on commercial objectives, regulatory developments and the timing and ability of MedAvail to raise additional capital to fund operations, and other factors, including, but not limited to, those factors discussed in the section entitled "Risk Factors" of our Annual Report on Form 10-K filed on March 29, 2022 and on our Quarterly Report Form 10-Q filed on August 12, 2022. Although we believe the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, level of activity, performance or achievements. We undertake no obligation to update any of these forward-looking statements for any reason, even if new information becomes available in the future, except as may be required by law. The extent to which the impact of the COVID-19 pandemic, the ongoing military action launched by Russian forces in Ukraine, or the impact of other global economic conditions, including any economic effects stemming from adverse geopolitical events, an economic downturn and changes to inflation or interest rates has on MedAvail's businesses, operations, and financial results, including the duration and magnitude of such effects, will depend on numerous factors, which are unpredictable and how quickly and to what extent normal economic and operating conditions are affected or impacted. You are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date on which they were made. MedAvail undertakes no obligation to update such statements to reflect events that occur or circumstances that exist after the date on which they were made, except as may be required by law.

Pharmacy and Technology Businesses Powered by the MedCenter

TECHNOLOGY

Solution for pharmacy providers

Selling MedCenter and Software Licenses

- Helps address labor market challenges
- Economically expands pharmacy hours
- Establishes pharmacy self-checkout

SPOTRX

Solution for Value-Based Medicare Providers

Embedding Pharmacy Services in Clinics

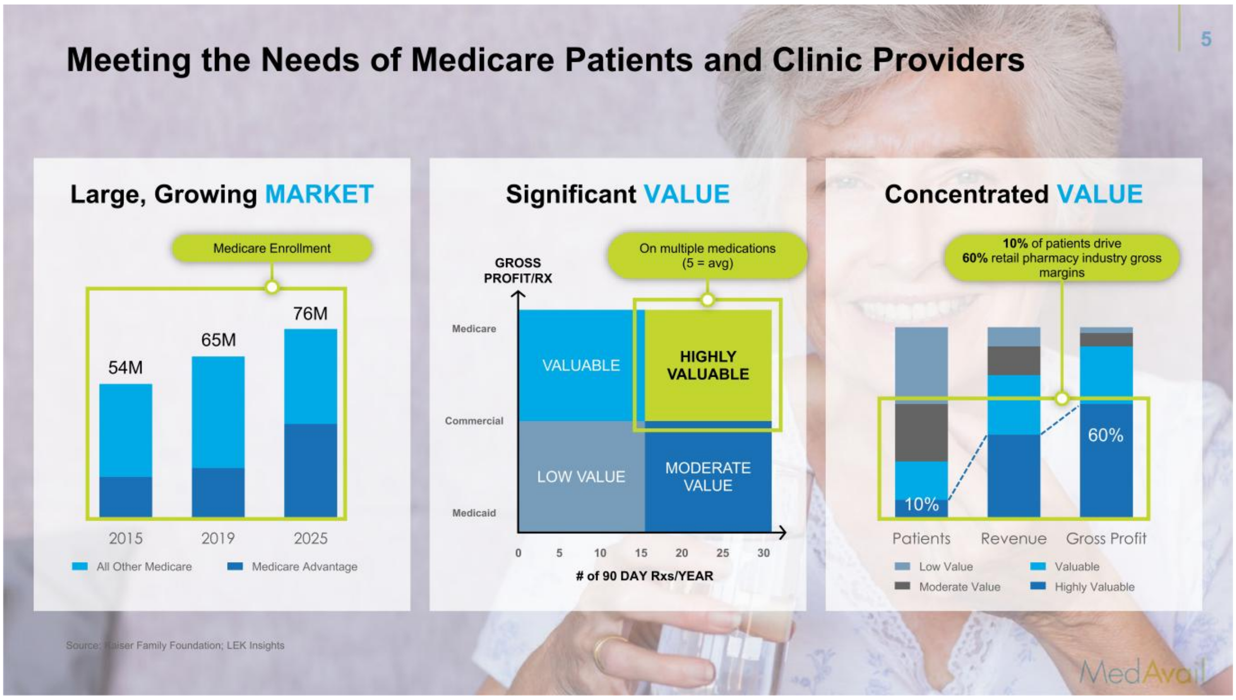
- Helps address patient adherence
- Quicker, more ready access to pharmacy
- Direct provider access to pharmacy

Automated Will Call Bin – Refills

Telepharmacy & Telehealth

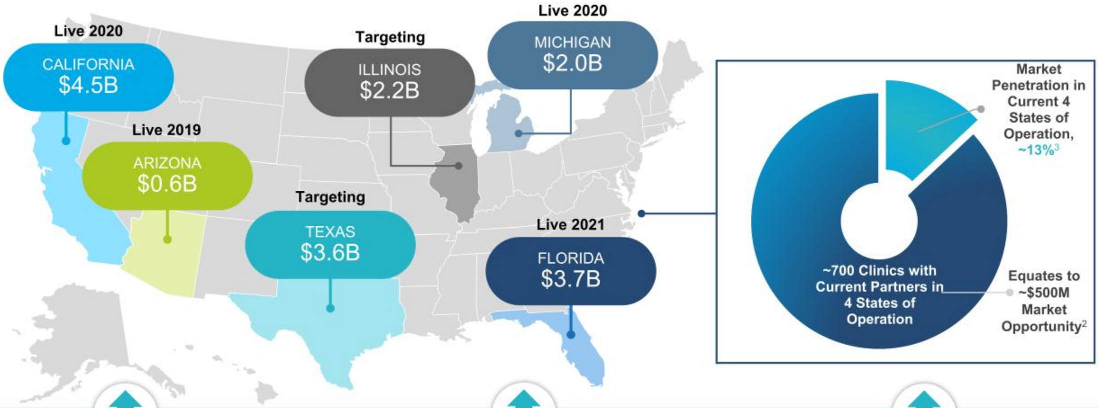
Remote Dispensing – New Prescriptions

- Improves patient access and satisfaction
- Enhances provider satisfaction
- Increases medication adherence
- Augments reimbursement for value-based care providers



5
Meeting the Needs of Medicare Patients and Clinic Providers
Large, Growing MARKET
Medicare Enrollment
54M
65M
76M
2015
2019
2025
All Other Medicare
Medicare Advantage
Significant VALUE
On multiple medications (5 = avg)
GROSS PROFIT/RX
Medicare
Commercial
Medicaid
VALUABLE
HIGHLY VALUABLE
LOW VALUE
MODERATE VALUE
0 5 10 15 20 25 30
of 90 DAY Rxs/YEAR
Concentrated VALUE
10% of patients drive 60% retail pharmacy industry gross margins
10%
60%
Patients
Revenue
Gross Profit
Low Value
Valuable
Moderate Value
Highly Valuable
Source: Kaiser Family Foundation; LEK Insights
MedAvail

Initial Target Markets – Estimated $16.5B[1] of Annual Prescription Revenue



Increasing Medicare population and prescription utilization

Growing with expanding clinic partners while propelling new partnerships

Meeting rising demand with proven model and scalable infrastructure for key markets

[1] Internal estimates based on 2017 CMS Medicare Provider Utilization and Payment Data: Part D Prescriber
[2] Internal estimates based on clinic qualification model and projected patient adoption rate
[3] The ~13% is calculated as 91 dispensing MedCenters as of 6/30/22 divided by the ~700 clinics referenced

Medication Adherence Impact on Star Rating & Reimbursement

EMBEDDED PHARMACY OPPORTUNITY

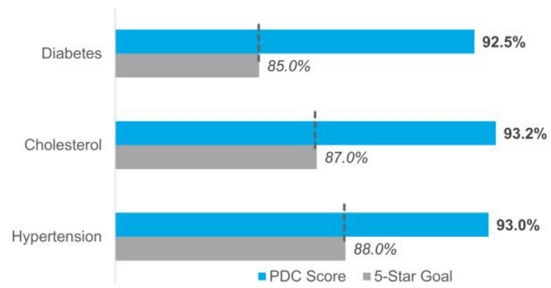
Potential for Improved Outcomes

- **3.4x better adherence** at employer-sponsored sites with Embedded Pharmacy(Aguilar et al, 2015)
- Higher medication adherence resulted in cost **savings of $58 per member per month** (Wright &Gorman 2016)

Improved Reimbursement/ Less Risk for Providers and Plans[3]

- Medicare **directly ties physician reimbursemen**t to medication adherence: 4- & 5-star MA plans receive pay for **performance bonuses of ~$500/member/year**
- Improving from a 3- to a 4-Star Rating can **increase annual health plan revenues by 13.4 % to 17.6%**

SpotRx PDC Scores[4]



*Based on EQUiPP July 2022 Reporting for SpotRx

Large, vertically-integrated players embracing embedded pharmacy

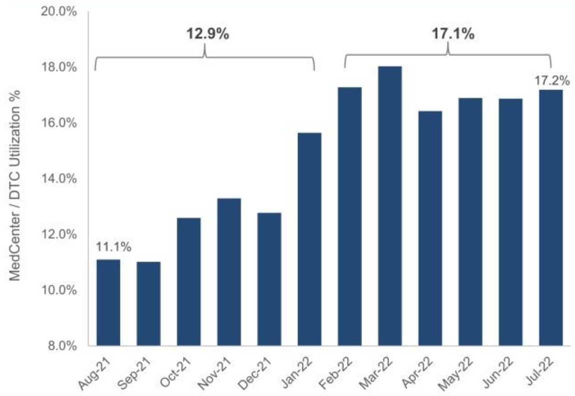
Cigna	Humana	OPTUM Acquires genoa healthcare	Walgreens Boots Alliance Acquires SHIELDS
Embedded physical pharmacies	Retail pharmacies in medical office buildings	Behavioral health retail pharmacy	Health systems integrating pharmacies

Source: L.E.K. interviews and analysis.
1 Based on CMS; direct includes medication adherence for cholesterol, hypertension, and diabetes medications
2 Based on CVS Caremark study annual health care savings per member
3 Source: https://www.ajmc.com/contributor/jason-rose/2019/08/medication-adherence-the-lever-to-improve-medicare-advantage-star-ratings
4 PDC is calculated based on the number of days supply a drug is dispensed for, divided by the number of days the prescription is in the patient's possession. For example, a 90-day supply of a drug refilled after 100 days (90÷100) yields a PDC Score of 85% (Proportion of Days Covered)

First Fills Facilitated by Increasing MedCenter Utilization

33% INCREASE in MedCenter Utilization

Utilization of the MedCenter increased from 12.9% from August '21 to January '22 to 17.1% for the 6 months ending July '22



Broadening Footprint with Strong Partnerships

ARIZONA
- CareMore Health
- Oak St. Health
- TMC One
- HonorHealth
- Pinnacle Care Internal Medicine
- Central Phoenix Medical Clinic & Synexus Clinical Research

CALIFORNIA
- CareMore Health
- Cano Health
- Optum
- MemorialCare

MICHIGAN
- Oak St. Health

FLORIDA
- Cano Health
- Access Health Care Physicians
- IMA Medical Group
- AdventHealth
- InnovaCare Health

1. Simple to embed integrated pharmacy solution
2. Delivering high patient & provider satisfaction
3. Driving improved patient outcomes: adherence
4. Leading to better clinic reimbursement

Expanding with Strategic Partners into New Clinics and Markets

Enterprise Value-Based Partner

- **2** initial sites in MI in Dec. 2020
- Expanded to **9** sites today
- **10** more identified in MI & AZ[1]

Cano Health

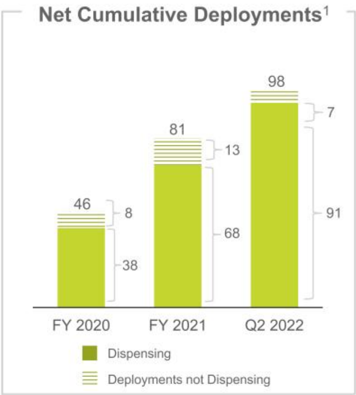
- **3** initial sites in FL in Oct 2021
- Expanded to **11** sites in FL & CA today
- **10+** more identified[1]

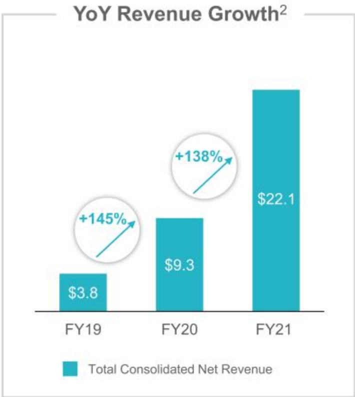
IMA Medical Group

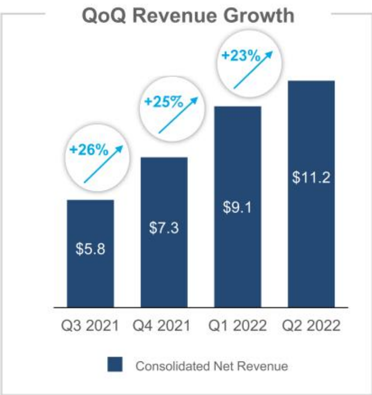
- **3** initial sites in FL in Nov 2021
- Expanded to **21** sites today in FL today
- **5** more identified in FL[1]

[1] *Identified signifies contracted or deployed.*

Deployment Momentum Drives Strong Revenue Growth







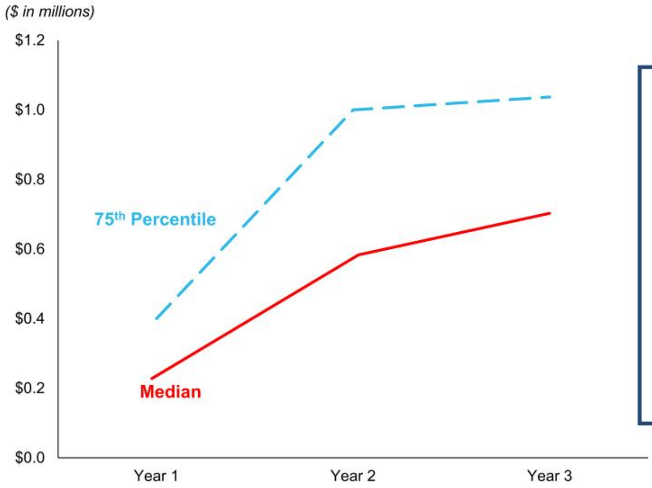
FY 2022 Outlook

- 2022 full year total revenue to be at least $42M
- Net New Dispensing Units: 30-35[3]

[1] Net cumulative deployments excludes decommissioned clinics, pilot and demo sites.
[2] Net revenue in 2020 excludes a non-recurring benefit recognized in conjunction with a commercial agreement from 2018.
[3]Net Dispensing Units are defined as sites that are live, meaning that such sites have payer network acceptance, pharmacy board approvals and trained clinical staff or clinical account managers.

MedAvail

Historical Site Revenue Ramp



KEY DRIVERS IMPACTING REVENUE RAMP

Timing

- New or existing clinic
- New or existing market

Volume Drivers

- Clinic staffing
- Patient penetration rates

Average Sales Price Drivers

- Payer mix
- Prescription type (days supply, brand, generic, specialty)

Notes
1. Sites included have been dispensing for continuous 18 months or longer, total sites as of 12/31/21 is 13.
2. Revenue ramp rates based on historical actuals for at least 18 months. Sites with less than three years of actuals, used most recent two-month average straight-lined for remaining months.

Key Targeted Milestones

- **Planned 50% growth in dispensing MedCenters to over 100 in existing markets**
- **Planned 20% reduction in quarterly cash burn by**:
  - Gross margin improvement
  - Greater hub pharmacy utilization as clinics onboard and mature
  - Optimization of clinic and pharmacy labor
  - G&A leverage - existing team able to support increase in scale
- **Targeting mid-teens[1] long-term gross margin**
- **Technology business segment building a pipeline for 2023[2], leveraging EPIC integration**

[1] Target based on industry average (Drug Channels Institute, Adam Fine, 2021)
[2] Based on Second Quarter Earnings Call commentary on August 11, 2022

Complementary Deployment Models Drive Expansion

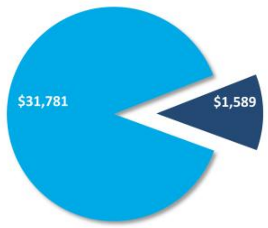
Pharmacy Revenue

- Full-service retail pharmacy platform where a centralized pharmacy supports and operates a network of MedCenters
- Revenue from prescription & OTC product dispensing out of MedCenter and delivered to patients' homes
- Segment focuses on the Medicare market (65+ year old) and at-risk providers

CanoHealth, CareMore Health, Oak St. Health, IMA Medical Group, OPTUM Care, AdventHealth

Segmented LTM Revenue[1]

(USD in thousands)



Technology Revenue

- MedCenter kiosk and software & maintenance for customers that operate their own pharmacies
- Revenues comprise of initial lump sum payments upon integration and monthly payments for software & maintenance
- Customer branded and customized patient workflow utilizing integration with customer pharmacy management system

HCA Healthcare, Sam's Club, Texas Health Resources, UFHealth University of Florida Health

[1] For the twelve months ended June 30, 2022

Investment Highlights

- Proprietary technology platform enables on-site pharmacy integral to medication adherence
- Highly scalable hub & spoke model enables margin expansion & operating leverage
- Large $16B TAM in current states of operation with ~$500M from ~700 clinics existing SpotRx partners
- Near-term technology market expansion opportunities with pharmacy management integrations

Appendix

Supplemental Financial Information

Consolidated Statement of Operations (Unaudited)

(In thousands)	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022	Q2 2022
Revenue:						
Pharmacy and hardware revenue	$ 3,781	$ 4,725	$ 5,659	$ 6,954	$ 9,014	$ 10,930
Service revenue	246	305	133	326	100	254
Total revenue	4,027	5,030	5,792	7,280	9,114	11,184
Cost of products sold and services:						
Pharmacy and hardware cost of sales	3,526	4,679	5,539	7,562	8,563	10,151
Service cost of sales	181	178	67	80	50	115
Total cost of products sold and services	3,707	4,857	5,606	7,642	8,613	10,266
Operating Expense: (1)						
Pharmacy operations	2,593	3,085	3,750	4,068	3,929	3,648
General and administrative	5,676	5,737	5,334	5,544	6,535	6,100
Selling and marketing	1,534	1,613	1,909	2,148	2,313	2,307
Research and development	168	201	232	248	493	281
Merger expenses	-	-	-	-	-	-
Total operating expense	9,971	10,636	11,225	12,008	13,270	12,336
Operating loss	(9,651)	(10,463)	(11,039)	(12,370)	(12,769)	(11,418)
Other gain (loss), net	161	38	7	-	-	-
Interest income	40	27	7	5	1	-
Interest expense	(2)	(66)	(260)	(261)	(254)	(276)
Loss before income taxes	(9,452)	(10,464)	(11,285)	(12,626)	(13,022)	(11,694)
Income tax expense	-	-	(2)	-	-	(24)
Net loss	$ (9,452)	$ (10,464)	$ (11,273)	$ (12,626)	$ (13,022)	$ (11,718)

(1) Certain operating expense activity was reclassified to be consistnet with the presentation in Q4 2021. See comparative table that follows.

Supplemental Financial Information

Operating Expense Reclassifications (Unaudited)

(In thousands)	Q1 2021 Current Presentation	Q1 2021 As Previously Reported	Change
Pharmacy operations	$ 2,593	$ 1,911	$ 682
General and administrative	5,676	6,515	(839)
Selling and marketing	1,534	1,377	157
Research and development	168	168	-
	$ 9,971	$ 9,971	$ -

(In thousands)	Q2 2021 Current Presentation	Q2 2021 As Previously Reported	Change
Pharmacy operations	$ 3,085	$ 2,292	$ 793
General and administrative	5,737	6,646	(909)
Selling and marketing	1,613	1,497	116
Research and development	201	201	-
	$ 10,636	$ 10,636	$ -

(In thousands)	Q3 2021 Current Presentation	Q3 2021 As Previously Reported	Change
Pharmacy operations	$ 3,750	$ 2,395	$ 1,355
General and administrative	5,320	6,805	(1,485)
Selling and marketing	1,909	1,779	130
Research and development	232	232	-
	$ 11,211	$ 11,211	$ -

Supplemental Financial Information

Revenue and Cost of Products Sold and Services (Unaudited)

	Q1 2021			Q2 2021			Q3 2021			Q4 2021		
(In thousands)	Retail Pharmacy Services	Pharmacy Technology	Total	Retail Pharmacy Services	Pharmacy Technology	Total	Retail Pharmacy Services	Pharmacy Technology	Total	Retail Pharmacy Services	Pharmacy Technology	Total
Revenue:												
Pharmacy and hardware revenue:												
Retail pharmacy revenue	$ 3,418	$ -	$ 3,418	$ 4,494	$ -	$ 4,494	$ 5,445	$ -	$ 5,445	$ 6,846	$ -	$ 6,846
Hardware (1)	-	241	241	-	123	123	-	106	106	-	-	-
Subscription	-	122	122	-	108	108	-	108	108	-	108	108
Total pharmacy and hardware revenue	3,418	363	3,781	4,494	231	4,725	5,445	214	5,659	6,846	108	6,954
Service revenue:												
Software integration (1)	-	-	-	-	-	-	-	-	-	-	-	-
Software	-	33	33	-	41	41	-	51	51	-	134	134
Maintenance and support	-	31	31	-	40	40	-	44	44	-	47	47
Installation	-	16	16	-	12	12	-	11	11	-	-	-
Professional services and other	-	166	166	-	212	212	-	27	27	-	145	145
Total service revenue	-	246	246	-	305	305	-	133	133	-	326	326
Total revenue	3,418	609	4,027	4,494	536	5,030	5,445	347	5,792	6,846	434	7,280
Cost of products sold and services	3,329	378	3,707	4,435	422	4,857	5,366	240	5,606	6,901	741	7,642
Segment gross profit (loss)	$ 89	$ 231	$ 320	$ 59	$ 114	$ 173	$ 79	$ 107	$ 186	$ (55)	$ (307)	$ (362)

Supplemental Financial Information

Revenue and Cost of Products Sold and Services (Unaudited)

(In thousands)	Q1 2022 Retail Pharmacy Services	Q1 2022 Pharmacy Technology	Q1 2022 Total	Q2 2022 Retail Pharmacy Services	Q2 2022 Pharmacy Technology	Q2 2022 Total
Revenue:						
Pharmacy and hardware Revenue:						
Retail pharmacy revenue	$ 8,849	$ -	$ 8,849	$ 10,641	$ -	$ 10,641
Hardware	-	56	56	-	180	180
Subscription	-	109	109	-	109	109
Total pharmacy and hardware revenue	8,849	165	9,014	10,641	289	10,930
Service revenue:						
Software integration	-	-	-	-	-	-
Software	-	48	48	-	86	86
Maintenance and support	-	32	32	-	47	47
Installation	-	6	6	-	71	71
Professional services and other	-	14	14	-	50	50
Total service revenue	-	100	100	-	254	254
Total revenue	8,849	265	9,114	10,641	543	11,184
Cost of products sold and services	8,482	131	8,613	9,930	336	10,266
Segment gross profit (loss)	$ 367	$ 134	$ 501	$ 711	$ 207	$ 918

Supplemental Financial Information

Adjusted EBITDA – Non-GAAP Reconciliation (Unaudited)

(In thousands)	Q1 2021	Q2 2021	Q3 2021	Q4 2021	Q1 2022	Q2 2022
Net loss	$ (9,452)	$(10,464)	$(11,273)	$(12,626)	$ (13,022)	$ (11,718)
Adjustments to calculate EBITDA:						
Interest expense, net	(38)	39	253	256	253	276
Income tax expense	-	-	2	-	-	24
Depreciation and amortization	340	392	526	569	432	485
EBITDA	(9,150)	(10,033)	(10,492)	(11,801)	(12,337)	(10,933)
Adjustments as follows:						
Share-based compensation expense	260	323	365	257	564	612
Inventory adjustment	-	-	-	626	-	-
Adjusted EBITDA	$ (8,890)	$ (9,710)	$(10,127)	$(10,918)	$ (11,773)	$ (10,321)

Supplemental Financial Information

Non-GAAP Measures

To supplement our consolidated financial statements, which are prepared and presented in accordance with GAAP, we use the following non-GAAP financial measures: EBITDA, and Adjusted EBITDA. The presentation of this financial information is not intended to be considered in isolation or as a substitute for, or superior to, the financial information prepared and presented in accordance with GAAP.

We define Adjusted EBITDA for a particular period as net (loss) income before interest, taxes, depreciation and amortization, share-based compensation expense, and non-recurring inventory impairment charges.

We use these non-GAAP financial measures for financial and operational decision-making and as a means to evaluate period-to-period comparisons. We believe that these non-GAAP financial measures provide meaningful supplemental information regarding our performance by excluding certain items that may not be indicative of our recurring core business operating results, like one-time transaction costs related to the reverse merger. We believe that both management and investors benefit from referring to these non-GAAP financial measures in assessing our performance and when planning, forecasting, and analyzing future periods. These non-GAAP financial measures also facilitate management's internal comparisons to our historical performance and liquidity as well as comparisons to our competitors' operating results. We believe these non-GAAP financial measures are useful to investors both because (1) they allow for greater transparency with respect to key metrics used by management in its financial and operational decision-making and (2) they are used by our institutional investors and the analyst community to help them analyze the health of our business.

There are a number of limitations related to the use of non-GAAP financial measures. We compensate for these limitations by providing specific information regarding the GAAP amounts excluded from these non-GAAP financial measures and evaluating these non-GAAP financial measures together with their relevant financial measures in accordance with GAAP.