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): **September 24, 2026**

Apimeds Pharmaceuticals US, Inc.
(Exact name of registrant as specified in its charter)

Delaware	**001-42545**	**85-1099700**
(State or other jurisdiction of incorporation)	(Commission File Number)	(I.R.S. Employer Identification Number)

100 Matawan Rd, Suite 325 Matawan, New Jersey	**07747**
(Address of principal executive offices)	(Zip code)

Registrant's telephone number, including area code: **(848) 201-5010**

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Common Stock, par value $0.001 per share	APUS	NYSE American LLC

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. ☐

Item 8.01. Other Events.

AQUAEChain Agreement

On September 24, 2026, MindWave Innovations Inc. ("MindWave"), a wholly owned subsidiary of Apimeds Pharmaceuticals US, Inc. (the "Company"), issued a press release announcing that it had entered into a 12-month technology services agreement with AQUAE Holdings Pte. Ltd., a Singapore-based company ("AQUAE"), to deploy MindChain as the blockchain infrastructure for AQUAEChain, a platform for the issuance, verification, transfer and retirement of ALCI Credits. Consideration consists of software development and technology service fees and an allocation of ALCI Credits issued on the network. A copy of the press release is attached as Exhibit 99.1 and incorporated herein by reference.

FlashChain Agreement

On September 29, 2026, MindWave issued a press release announcing that it had entered into a 12-month Software Development and Technology Services Agreement with Flash Sports & Media Holdings, Inc. ("FLZH"), under which MindWave will deploy and operate a dedicated subnet on MindChain's Layer-2 infrastructure for FlashChain, a blockchain for tracking digital broadcasting rights, video assets and match ticket inventory, and develop related integration and smart contract software. Consideration consists of FLZH common shares and an allocation of FLASH TOKEN. A copy of the press release is attached as Exhibit 99.2 and incorporated herein by reference.

Forward-Looking Statements

All statements, other than statements of historical fact, included in this report that address activities, events or developments that the Company expects, believes or anticipates will or may occur in the future are forward-looking statements. Words such as "estimate," "project," "predict," "believe," "expect," "anticipate," "potential," "create," "intend," "could," "would," "may," "plan," "will," "guidance," "look," "goal," "future," "build," "focus," "continue," "strive," "allow" or the negative of such terms or other variations thereof and words and terms of similar substance used in connection with any discussion of future plans, actions, or events identify forward-looking statements. However, the absence of these words does not mean that the statements are not forward-looking.

There are a number of risks and uncertainties that could cause actual results to differ materially from the forward-looking statements included in this report, including risks relating to development timelines, milestone achievement, acceptance testing, the value of equity and token consideration, technical performance, network scalability, integration with third-party systems and hardware, market acceptance, and regulatory requirements applicable to digital assets. All forward-looking statements are based on assumptions that the Company believes to be reasonable but that may not prove to be accurate. Any forward-looking statement speaks only as of the date on which such statement is made, and the Company undertakes no obligation to correct or update any forward-looking statement, whether as a result of new information, future events or otherwise, except as required by applicable law. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this current report.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release issued by MindWave Innovations Inc. dated September 24, 2026 (AQUAEChain).
99.2	Press Release issued by MindWave Innovations Inc. dated September 29, 2026 (FlashChain).
104	Cover Page Interactive Data File (embedded within the inline XBRL document)

SIGNATURE

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.

	Apimeds Pharmaceuticals US, Inc.
Date: September 29, 2026	By: */s/ Dr. Vin Menon*
	Name: Dr. Vin Menon
	Title: Co-Chief Executive Officer

Exhibit 99.1

MindWave Innovations Inc to Power AQUAEChain with Its MindChain Blockchain Infrastructure

Agreement strengthens MindWave's position as a technology provider for ecosystem finance and environmental markets

MATAWAN, New Jersey — September 24, 2026 — MindWave Innovations Inc. ("MindWave"), a subsidiary of Apimeds Pharmaceuticals US, Inc. (NYSE American: APUS), has entered into a 12-month strategic technology services agreement with Singapore-based AQUAE Holdings Pte. Ltd. ("AQUAE") to deploy MindWave's MindChain infrastructure as the foundational technology powering AQUAEChain.

Under the agreement, MindWave will deploy MindChain as the core blockchain infrastructure powering AQUAEChain, enabling the secure issuance, traceable lifecycle management, verification, transaction, and retirement of insured ALCI Credits.

In addition to contracted software development and technology service fees, the agreement references an allocation to MindWave equal to 20% of the total ALCI Credits issued and outstanding on the AQUAEChain network. The allocation would be calculated at the end of each quarter using the MindChain issuance ledger.

The engagement represents a significant achievement for MindWave, demonstrating the company's ability to develop specialized digital infrastructure for emerging environmental and sustainability-focused markets.

Powered by MindChain's insured blockchain infrastructure, AQUAEChain will integrate credit registry management, environmental data processing, monitoring and verification, and transaction capabilities within a unified platform.

Key technical features will include:

- **ALCI Credit Registry:** A digital registry supporting the issuance, tracking, verification, transfer, and retirement of ALCI Credits.
- **ALCI Credits:** Blockchain-verified, fractionalized environmental conservation assets that measure living ecosystem services like biodiversity, clean water, and oxygen generation.
- **Monitoring, Reporting and Verification Platform:** Tools for collecting, processing, and analyzing project information, including satellite and ground-source data.
- **Marketplace and Transaction Module:** A dedicated interface supporting the listing, trading, and settlement of ALCI Credits between AQUAE and its counterparties.
- **MindChain Integration:** Use of the MindChain issuance ledger to provide a transparent and traceable record of ALCI Credits issued and outstanding across the AQUAEChain network.
- **Integrated Data Architecture:** A structured data model and integration framework connecting registry, project, verification, and transaction information.
- **Cloud-Based Infrastructure:** A hosted environment designed to support platform availability, operational continuity, and future scalability.

- **Data Protection and Security:** Administrative, technical, and physical safeguards designed to protect platform data and transaction records.

- **Engineering and Technical Support:** Embedded engineering assistance during implementation, followed by ongoing infrastructure maintenance and technical support.

"This agreement is a significant milestone for MindWave and reflects growing recognition of our technology-development capabilities," said **Dr. Vin Menon, Chief Executive Officer of MindWave Innovations.** "AQUAEChain will bring registry management, environmental data, monitoring and verification, and marketplace functionality together within one integrated platform. Its connection with the MindChain issuance ledger will further support transparency and traceability across the ALCI Credit lifecycle. We are proud to have been selected by AQUAE to develop the technology foundation supporting its ecosystem-finance operations."

Linju Thomas, Chief Operating Officer of AQUAE Holdings, said, "AQUAEChain is an important part of our vision for transparent and dependable ecosystem-finance infrastructure. MindWave's development capabilities will help us establish a scalable platform for managing ALCI Credits and supporting conservation and regenerative-sustainability initiatives."

The engagement will deploy MindChain as the underlying blockchain infrastructure powering AQUAEChain and supporting its registry, verification, and transaction capabilities. Structured as a commercial technology services arrangement, the collaboration will focus on delivering secure, transparent, and scalable infrastructure for AQUAE's ecosystem-finance operations.

The agreement became effective on September 14, 2026, with development and delivery organized around agreed project milestones. Throughout the initial 12-month term, MindWave will provide platform hosting, infrastructure maintenance, technical escalation support, and engineering assistance while working closely with AQUAE's technical team on configuration, deployment, and operational readiness.

Following the initial term, the parties anticipate transitioning to a five-year continuing technology services arrangement, subject to mutual agreement and the execution of definitive documentation.

About MindWave Innovations Inc.

MindWave Innovations Inc., a subsidiary of Apimeds Pharmaceuticals US, Inc. (NYSE American: APUS), develops technology infrastructure and digital solutions for blockchain-enabled applications, data-driven platforms, and emerging commercial ecosystems.

Through projects such as AQUAEChain, MindWave is expanding the application of its technology into ecosystem finance, environmental data management, and sustainability-focused markets.

For more information, visit www.mindwavedao.com.

About MindChain

MindChain is a blockchain infrastructure developed within the MindWave ecosystem to support transparent, traceable, and verifiable digital transactions. It is designed to provide the underlying ledger capabilities required for applications involving digital assets, registries, tokenized ecosystems, and decentralized services.

Within AQUAEChain, the MindChain issuance ledger will be used to record and calculate ALCI Credits issued and outstanding, strengthening transparency and traceability across the credit-management process.

About AQUAE Holdings Pte. Ltd.

AQUAE Holdings Pte. Ltd. is a Singapore-based company focused on technology-driven solutions in ecosystem finance, conservation, and regenerative sustainability. The company is developing AQUAEChain to support its ALCI Credits and ecosystem-finance operations.

For more information, visit www.aquaeimpact.com.

Forward-Looking Statements

This announcement contains forward-looking statements regarding the development, implementation, anticipated capabilities, and potential performance of the AQUAEChain Platform, the integration and operation of MindChain, and the potential issuance and allocation of ALCI Credits. These statements are based on current expectations and are subject to risks and uncertainties, including development timelines, achievement of project milestones, technical performance, regulatory requirements, issuance volumes, and market acceptance. Actual results may differ materially from those expressed or implied. The company undertakes no obligation to update these statements except as required by applicable law.

Media and Investor Relations
MindWave Innovations Inc.

Exhibit 99.2

MindWave Innovations Expands U.S. Commercial Footprint with Second Agreement to Build and Operate FlashChain for New York-Based Flash Sports & Media

The 12-month agreement covers a dedicated MindChain subnet for authenticating digital match tickets, sports memorabilia and media assets

MATAWAN, New Jersey, Sept. 29, 2026 – MindWave Innovations Inc. ("MindWave"), a wholly owned subsidiary of Apimeds Pharmaceuticals US, Inc. (NYSE American: APUS), has signed a 12-month software development and technology services agreement with New York-based Flash Sports & Media Holdings, Inc. (Ticker: FLZH) ("FLZH") to build and operate FlashChain, a blockchain for tracking digital broadcasting rights, video assets and match ticket inventory.

Under the agreement, MindWave will deploy a dedicated subnet for FlashChain on MindChain's Layer-2 infrastructure, operate the validator nodes that run it, and issue FLZH the cryptographic keys and secure connections it needs to access the network. FLZH will own the FlashChain network, its brand and its Digital Asset and Ticketing Ledger, which will record authenticated digital match tickets, digital sports memorabilia and related media-asset transactions.

MindWave will also build two software components. The first is an integration module that links FLZH's direct-to-consumer streaming application, FLASHSM, its online stadium ticketing platforms and its gate-scanning hardware directly to FlashChain. The second is a set of smart contracts that authenticate digital match tickets, manage digital sports memorabilia and help prevent ticket counterfeiting and unauthorized duplication of media. The statement of work will establish performance targets for match-day throughput and gate-scan speed, and FLZH will hold a perpetual license to use both software components on FlashChain.

Live sport puts a network under its heaviest load in short bursts. MindWave will provide system monitoring, live-event troubleshooting and staff training for scheduled T20 cricket tournament broadcasts and high-traffic match days. MindWave will also secure the core network, protect fan transaction data and maintain secure backups of digital-asset and media transaction history.

FLZH will lead the FlashChain brand, broadcasting-rights negotiation, media licensing strategy, partner relationships and community management. MindWave will provide the underlying infrastructure, development work and ongoing technical services. As consideration under the agreement, MindWave will receive FLZH common shares and an allocation equal to 20% of the total supply of FLASH TOKEN, FlashChain's platform token. The agreement also provides for an annual maintenance fee equal to 50% of the applicable contract consideration, as specified in the agreement.

The parties have not publicly disclosed the aggregate dollar value of the consideration under the agreement.

Fans’ personal data will not be written to FlashChain; only hashed or pseudonymized references will go on-chain. If the relationship ends, MindWave will make FlashChain’s data and ledger records available so the network can migrate.

For MindWave, the agreement extends its infrastructure business into sports ticketing and media distribution, alongside its work in regulated industries.

“A match ticket or a highlight clip only has value if people can trust it’s genuine. FlashChain is designed to give FLZH a way to authenticate those assets at the stadium gate and across the streaming experience, while our job is to keep the network steady when a full ground is scanning in at once,” said Dr. Vin Menon, Chief Executive Officer of MindWave Innovations.

“Our fans buy tickets, watch matches and collect moments, often on the same day. FlashChain gives us one ledger that we own to authenticate all of it, while MindWave runs the infrastructure underneath,” said Mr. Bradley Nattrass, CEO of Flash Sports & Media Holdings.

The agreement runs for 12 months. Technical specifications, acceptance criteria and delivery timelines will be set out in a statement of work, with each deliverable subject to FLZH’s acceptance testing. After the initial term, the parties may renew support annually.

About MindWave Innovations Inc.

MindWave Innovations Inc., a wholly owned subsidiary of Apimeds Pharmaceuticals US, Inc. (NYSE American: APUS), develops technology infrastructure and digital solutions for blockchain-enabled applications, data-driven platforms, and emerging commercial ecosystems.

Through projects such as FlashChain, MindWave is expanding the application of its technology into sports, media and live-event ticketing.

For more information, visit https://www.mindwaveinnovations.com/.

About MindChain

MindChain is a blockchain infrastructure developed within the MindWave ecosystem to support transparent, traceable, and verifiable digital transactions. It is designed to provide the underlying ledger capabilities required for applications involving digital assets, registries, tokenized ecosystems, and decentralized services.

FlashChain will run as a dedicated, independently branded subnet on MindChain’s Layer-2 infrastructure and may participate in MindChain’s insurance program, subject to its coverage terms.

About Flash Sports & Media Holdings, Inc.

Flash Sports & Media Holdings, Inc. is a New York-based company operating streaming, ticketing and media businesses, including the FLASHSM direct-to-consumer streaming application. Its common stock is quoted on the OTC market under the symbol FLZH.

For more information, visit www.flashsm.com.

Forward-Looking Statements

This announcement contains forward-looking statements regarding the development, implementation, anticipated capabilities, and potential performance of FlashChain, the integration and operation of MindChain, the delivery of the related development work, the issuance and potential use of FLZH common shares and FLASH TOKEN, and the potential renewal and expansion of technical services. These statements are based on current expectations and are subject to risks and uncertainties, including development timelines, achievement of project milestones, acceptance testing, technical performance, network scalability, integration with third-party systems and hardware, insurance availability and coverage, regulatory requirements applicable to digital assets and tokenized ecosystems, market acceptance, and the ability of the parties to achieve the anticipated benefits of the agreement. Actual results may differ materially from those expressed or implied. The company undertakes no obligation to update these statements except as required by applicable law.