SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

Bellevue Life Sciences Acquisition Corp.

CIK:**1840425**| IRS No.: **845052822** | State of Incorp.:**DE** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **001-41390** | Film No.: **241449410**
SIC: **3841** Surgical & medical instruments & apparatus

Mailing Address	Business Address
10900 NE 4TH STREET, SUITE 2300 BELLEVUE WA 98004	*10900 NE 4TH STREET, SUITE 2300 BELLEVUE WA 98004 425-635-7700*

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): November 12, 2024

BELLEVUE LIFE SCIENCES ACQUISITION CORP.
(Exact Name of Registrant as Specified in Charter)

Delaware	**001-41390**	**84-5052822**
(State or Other Jurisdiction	**(Commission**	**(IRS Employer**
of Incorporation)	**File Number)**	**Identification No.)**

10900 NE 4th Street, Suite 2300, Bellevue, WA	**98004**
(Address of Principal Executive Offices)	**(Zip Code)**

Registrant's telephone number, including area code (425) 635-7700

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))

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Units, each consisting of one share of common stock, one redeemable warrant and one right	BLACU	The Nasdaq Stock Market LLC
Common stock, par value $0.0001 per share	BLAC	The Nasdaq Stock Market LLC
Redeemable warrants, exercisable for shares of common stock at an exercise price of $11.50 per share	BLACW	The Nasdaq Stock Market LLC
Right to receive one-tenth (1/10) of one share of common stock	BLACR	The Nasdaq Stock Market 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 5.03.   Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year

On November 12, 2024, the Company held an annual meeting of its stockholders (the "***Annual Meeting***"). At the Annual Meeting, the Company's stockholders approved two proposals to amend the Company's Amended and Restated Certificate of Incorporation, as amended (the "***Charter***"). The stockholders approved a proposal to amend the Charter to allow the Company to extend the date by which the Company must consummate a business combination from November 14, 2024 to February 14, 2025 (the "***Extension Amendment Proposal***"). The stockholders also approved a proposal to amend the Charter to remove the net tangible asset requirement in order to expand the methods that the Company may employ so as not to become subject to the "penny stock" rules of the U.S. Securities and Exchange Commission (the "***NTA Requirement Amendment Proposal***"). The Certificate of Amendment to the Charter (the "***Charter Amendment***") was filed with the Delaware Secretary of State and has an effective date of November 12, 2024.

The foregoing description of the Charter Amendment is qualified in its entirety by the full text of the Charter Amendment, a copy of which is filed as Exhibit 3.1 hereto and incorporated herein by reference.

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

As of the close of business on October 17, 2024, the record date for the Annual Meeting, there were 4,041,221 shares of the Company's common stock, par value $0.0001 per share ("***Common Stock***"), issued and outstanding, each of which was entitled to one vote with respect to each of the proposals presented at the Annual Meeting. A total of 2,878,990 shares of Common Stock, representing approximately 71.24% of the outstanding shares of Common Stock entitled to vote at the Annual Meeting, were present in person or by proxy, constituting a quorum. The proposals listed below are described in more detail in the Definitive Proxy Statement on Form DEF 14A filed by the Company with the SEC on October 28, 2024 (the "***Proxy Statement***").

Extension Amendment Proposal

The stockholders approved the Extension Amendment Proposal by the votes set forth in the table below:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
2,874,672	4,318	0	0

NTA Requirement Amendment Proposal

The stockholders approved the NTA Requirement Amendment Proposal by the votes set forth in the table below:

FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
2,878,990	0	0	0

Directors Proposal

The stockholders duly elected each of the five (5) existing directors to the Company's Board of Directors until the next annual meeting of stockholders following this annual meeting or until each such director's successor is elected and qualified, subject to his earlier death, resignation or removal, by the votes set forth in the table below:

	FOR	WITHHELD	BROKER NON-VOTES
Kuk Hyoun Hwang	2,874,672	4,318	0
Jun Chul Whang	2,878,990	0	0
Jin Whan Park	2,878,990	0	0
Phil Geon Lee	2,878,990	0	0
Sang Hyun Kim	2,874,583	4,407	0

Adjournment Proposal

The proposal to adjourn the stockholder meeting was not presented at the Annual Meeting since a quorum was established and the Extension Amendment Proposal and the NTA Requirement Amendment Proposal received sufficient favorable votes to be adopted.

Item 8.01.   Other Events.

In connection with the votes to approve the Extension Amendment Proposal and NTA Requirement Amendment Proposal, 1,766,469 shares of common stock of the Company were tendered for redemption.

Item 9.01.   Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
3.1	Certificate of Amendment to the Amended and Restated Certificate of Incorporation of Bellevue Life Sciences Acquisition Corp dated as of November 12, 2024.
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.

Dated: November 12, 2024

BELLEVUE LIFE SCIENCES ACQUISITION CORP.

By: /s/ Kuk Hyoun Hwang
Name: Kuk Hyoun Hwang
Title: Chief Executive Officer

Exhibit 3.1

CERTIFICATE OF AMENDMENT TO THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF BELLEVUE LIFE SCIENCES ACQUISITION CORP.

Bellevue Life Sciences Acquisition Corp., a corporation existing under the laws of the State of Delaware (the "Corporation"), by its Chief Executive Officer, hereby certifies as follows:

1. The name of the Corporation is Bellevue Life Sciences Acquisition Corp.

2. The Corporation's original certificate of incorporation was filed in the office of the Secretary of State of the State of Delaware on February 25, 2020 and was subsequently amended by the filing of (i) a Certificate of Validation of Certificate of Amendment on January 20, 2021, (ii) an Amended and Restated Certificate of Incorporation on April 25, 2022, (iii) an Amended and Restated Certificate of Incorporation on May 9, 2022, (iv) an Amended and Restated Certificate of Incorporation on February 13, 2023, (v) a Certificate of Amendment to the Amended and Restated Certificate of Incorporation on November 9, 2023, (vi) a Certificate of Amendment to the Amended and Restated Certificate of Incorporation on February 9, 2024, and (vii) a Certificate of Amendment to the Amended and Restated Certificate of Incorporation on May 14, 2024, (as amended, the "Amended and Restated Certificate of Incorporation").

3. Article V. Section 5 of the Amended and Restated Certificate of Incorporation is hereby amended and restated in the entirety as follows:

   "Section 5. [Reserved]."

4. Article V. Section 6 of the Amended and Restated Certificate of Incorporation is hereby amended and restated in the entirety as follows:

   "Section 6. In the event that the Corporation has not consummated an initial Business Combination on or prior to the Termination Date (as defined below), the Corporation shall (i) cease all operations except for the purpose of winding up, (ii) as promptly as reasonably possible but not more than ten business days thereafter, and subject to lawfully available funds therefor, redeem 100% of then outstanding IPO Shares in consideration of a per-share price, payable in cash, equal to the quotient obtained by dividing (A) the aggregate amount then on deposit in the Trust Account, including interest (which shall be net of taxes payable and dissolution expenses up to $100,000), by (B) the total number of then outstanding IPO Shares, which redemption will completely extinguish rights of the holders of IPO Shares (including the right to receive further liquidating distributions, if any), subject to applicable law, and (iii) as promptly as reasonably possible following such redemption, dissolve and liquidate, subject in each case to the Corporation's obligations under the DGCL to provide for claims of creditors and other requirements of applicable law. The "Termination Date" shall mean February 14, 2025."

5. Said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the corporation has caused this Certificate of Amendment to be signed this day of November 12, 2024.

By: /s/ Kuk Hyoun Hwang
Name: Kuk Hyoun Hwang
Title: Chief Executive Officer

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Document And Entity Information [Line Items]

Amendment Flag	false
Entity Central Index Key	0001840425
Current Fiscal Year End Date	--12-31
Document Type	8-K
Document Period End Date	Nov. 12, 2024
Entity Registrant Name	BELLEVUE LIFE SCIENCES ACQUISITION CORP.
Entity Incorporation State Country Code	DE
Entity File Number	001-41390
Entity Tax Identification Number	84-5052822
Entity Address, Address Line One	10900 NE 4th Street
Entity Address, Address Line Two	Suite 2300
Entity Address, City or Town	Bellevue
Entity Address, State or Province	WA
Entity Address, Postal Zip Code	98004
City Area Code	(425)
Local Phone Number	635-7700
Written Communications	false
Soliciting Material	false
Pre Commencement Tender Offer	false
Pre Commencement Issuer Tender Offer	false
Entity Emerging Growth Company	true
Entity Ex Transition Period	false

Units Each Consisting Of One Share Of Common Stock One Redeemable Warrant And One Right 2 [Member]

Document And Entity Information [Line Items]

Security 12b Title	Units, each consisting of one share of common stock, one redeemable warrant and one right
Trading Symbol	BLACU
Security Exchange Name	NASDAQ

Common Stock [Member]

Document And Entity Information [Line Items]

Security 12b Title	Common stock, par value $0.0001 per share
Trading Symbol	BLAC
Security Exchange Name	NASDAQ

Redeemable Warrants Exercisable For Shares Of Common Stock At An Exercise Price Of 11.50 Per Share 1 [Member]

Document And Entity Information [Line Items]

Security 12b Title	Redeemable warrants, exercisable for shares of common stock at an exercise price of $11.50 per share

Trading Symbol	BLACW
Security Exchange Name	NASDAQ
Right To Receive Onetenth 110 Of One Share Of Common Stock [Member]	
Document And Entity Information [Line Items]	
Security 12b Title	Right to receive one-tenth (1/10) of one share of common stock
Trading Symbol	BLACR
Security Exchange Name	NASDAQ

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    }
   },
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     }
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      "terseLabel": "Entity Incorporation State Country Code",
      "documentation": "Two-character EDGAR code representing the state or country of incorporation."
     }
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      "terseLabel": "Entity Registrant Name",
      "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC."
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      "documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS."
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    "en-us": {
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      "terseLabel": "Local Phone Number",
      "documentation": "Local phone number for entity."
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      "terseLabel": "Pre Commencement Tender Offer",
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     }
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   "presentation": [
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    "en-us": {
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            "documentation": "Name of the Exchange on which a security is registered."
          }
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    },
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            "documentation": "Trading symbol of an instrument as listed on an exchange."
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    "Name": "Exchange Act",
    "Number": "240",
    "Section": "12",
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    "Number": "240",
    "Section": "12",
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    "Publisher": "SEC",
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    "Subsection": "4c"
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    "Subsection": "2b"
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    "Section": "14a",
    "Number": "240",
    "Subsection": "12"
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    "Section": "425"
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    "Section": "B",
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