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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  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

For the month of June 2024

Commission File Number: 001-40552

NYXOAH SA

(Translation of registrant's name into English)

Rue Edouard Belin 12, 1435 Mont-Saint-Guibert, Belgium  
(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): ☐

**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

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): ☐

**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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Nyxoa SA

On June 3, 2024, Nyxoa SA (the "Company") issued two press releases, copies of which are attached hereto as Exhibit 99.1 and Exhibit 99.2, respectively.

*The information in the attached Exhibits 99.1 and Exhibit 99.2 is being furnished and shall not be deemed "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise set forth herein or as shall be expressly set forth by specific reference in such a filing.*

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**Exhibits**

[99.1](#) [Press Release, dated June 3, 2024](#)  
[99.2](#) [Press Release, dated June 3, 2024](#)

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**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.

NYXOAH SA

Date: June 3, 2024

By: /s/ Loic Moreau  
Name: Loic Moreau

Title: Chief Financial Officer

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## REGULATED INFORMATION

## Publication relating to transparency notifications

**Mont-Saint-Guibert (Belgium), June 3, 2024, 10.05pm CET / 4.05pm ET** – In accordance with article 14 of the Act of 2 May 2007 on the disclosure of large shareholdings, Nyxoah SA (Euronext Brussels/Nasdaq: NYXH) announces that it received four transparency notifications as detailed below.

**FMR LLC**

On May 30, 2024, Nyxoah received a transparency notification from FMR LLC following the crossing above the 3% threshold on May 28, 2024. As of such date, FMR LLC (together with its controlled undertakings) held 1,698,402 voting rights, consisting of 1,613,888 shares and 84,514 equivalent financial instruments, representing 4.99% of the total number of voting rights on May 28, 2024 (34,060,390).

The notification dated May 30, 2024 contains the following information:

- Reason for the notification: acquisition or disposal of voting securities or voting rights
- Notification by: a parent undertaking or a controlling person
- Persons subject to the notification requirement: FMR LLC (with address at The Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware, 19801, U.S.A.)
- Date on which the threshold was crossed: May 28, 2024
- Threshold that is crossed: 3%
- Denominator: 34,060,390
- Notified details:

A) Voting rights	Previous notification	After the transaction			
	# of voting rights	# of voting rights		% of voting rights	
Holders of voting rights		Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
FMR LLC	0	0		0.00%	
FIAM LLC	0	258		0.00%	
Fidelity Management & Research Company LLC	0	1,613,630		4.74%	
<b>Subtotal</b>		<b>1,613,888</b>		<b>4.74%</b>	
<b>TOTAL</b>		<b>1,613,888</b>	<b>0</b>	<b>4.74%</b>	<b>0.00%</b>

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B) Equivalent financial instruments	After the transaction					
Holders of equivalent financial instruments	Type of financial instrument	Expiration date	Exercise period or date	# of voting rights that may be acquired if the instrument is exercised	% of voting rights	Settlement
Fidelity Management & Research Company LLC	Stock Loan			84,514	0.25%	physical
<b>TOTAL</b>				<b>84,514</b>	<b>0.25%</b>	
<b>TOTAL (A &amp; B)</b>				<b># of voting rights</b>	<b>% of voting rights</b>	
				<b>1,698,402</b>	<b>4.99%</b>	

- Full chain of controlled undertakings through which the holding is effectively held: FIAM LLC is controlled by FIAM Holdings LLC. FIAM Holdings LLC, Fidelity Management & Research Company LLC are controlled by FMR LLC. FMR LLC is not a controlled undertaking.
- Additional information: The holdings attributed to the entities mentioned above arise from holdings of various undertakings for collective investment that are managed by FIAM LLC, Fidelity Management & Research Company LLC, each of which are entities that are subsidiaries of and controlled by FMR LLC. The entities mentioned above are the discretionary investment managers and exercise the voting rights at their discretion in the absence of specific instructions.

**BlackRock, Inc.**

On June 3, 2024, Nyxoah received a transparency notification from BlackRock, Inc. following the crossing above the 3% threshold on May 28, 2024. As

of such date, BlackRock, Inc. (together with its controlled undertakings) held 1,116,429 voting rights, consisting of 1,097,929 shares and 18,500 equivalent financial instruments, representing 3.28% of the total number of voting rights on May 28, 2024 (34,060,390).

The notification dated May 29, 2024 contains the following information:

- Reason for the notification: acquisition or disposal of voting securities or voting rights
- Notification by: a parent undertaking or a controlling person
- Persons subject to the notification requirement:
  - BlackRock, Inc. (with address at 50 Hudson Yards, New York, NY, 10001, U.S.A.)
  - BlackRock Advisors, LLC (with address at 50 Hudson Yards, New York, NY, 10001, U.S.A.)
  - BlackRock Fund Advisors (with address at 400 Howard Street, San Francisco, CA, 94105, U.S.A.)
  - BlackRock Investment Management (UK) Limited (with address at 12 Throgmorton Avenue, London, EC2N 2DL, U.K.)
  - BlackRock Investment Management, LLC (with address at 1 University Square Drive, Princeton, NJ, 8540, U.S.A.)

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- Date on which the threshold was crossed: May 28, 2024
- Threshold that is crossed: 3%
- Denominator: 34,060,390
- Notified details:

A) Voting rights	Previous notification	After the transaction			
		# of voting rights		% of voting rights	
Holders of voting rights		Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
BlackRock, Inc.		0		0.00%	
BlackRock Advisors, LLC		1,071,561		3.15%	
BlackRock Fund Advisors		46		0.00%	
BlackRock Investment Management (UK) Limited		1,080		0.00%	
BlackRock Investment Management, LLC		25,242		0.07%	
<b>Subtotal</b>		<b>1,097,929</b>		<b>3.22%</b>	
<b>TOTAL</b>		<b>1,097,929</b>	<b>0</b>	<b>3.22%</b>	<b>0.00%</b>

B) Equivalent financial instruments	After the transaction					
	Type of financial instrument	Expiration date	Exercise period or date	# of voting rights that may be acquired if the instrument is exercised	% of voting rights	Settlement
BlackRock Advisors, LLC	Securities Lent			17,600	0.05%	physical
BlackRock Fund Advisors	Securities Lent			900	0.00%	physical
<b>TOTAL</b>				<b>18,500</b>	<b>0.05%</b>	

<b>TOTAL (A &amp; B)</b>	<b># of voting rights</b>	<b>% of voting rights</b>
	<b>1,116,429</b>	<b>3.28%</b>

- Full chain of controlled undertakings through which the holding is effectively held :
  - BlackRock, Inc.
  - Trident Merger, LLC
  - BlackRock Investment Management, LLC
  - BlackRock, Inc.
  - BlackRock Holdco 2, Inc.
  - BlackRock Financial Management, Inc.

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BlackRock International Holdings, Inc.  
 BR Jersey International Holdings L.P.  
 BlackRock Holdco 3, LLC  
 BlackRock Cayman 1 LP  
 BlackRock Cayman West Bay Finco Limited  
 BlackRock Cayman West Bay IV Limited  
 BlackRock Group Limited  
 BlackRock Finance Europe Limited  
 BlackRock Investment Management (UK) Limited

BlackRock, Inc.  
BlackRock Holdco 2, Inc.  
BlackRock Financial Management, Inc.  
BlackRock Holdco 4, LLC  
BlackRock Holdco 6, LLC  
BlackRock Delaware Holdings Inc.  
BlackRock Fund Advisors

BlackRock, Inc.  
BlackRock Holdco 2, Inc.  
BlackRock Financial Management, Inc.  
BlackRock Capital Holdings, Inc.  
BlackRock Advisors, LLC

- Additional information: The disclosure obligation arose due to voting rights attached to shares for BlackRock, Inc. going above 3%. Additionally, total holdings for BlackRock, Inc. went above 3%. The disclosure obligation arose due to voting rights attached to shares for BlackRock Advisors, LLC going above 3%. Additionally, total holdings for BlackRock Advisors, LLC went above 3%.

#### **Together Partnership**

On June 3, 2024, Nyxoah received a transparency notification from Together Partnership following the passive crossing below the 10% threshold on May 28, 2024. As of such date, Together Partnership held 2,940,258 shares, representing 8.63% of the total number of voting rights on May 28, 2024 (34,060,390).

The notification dated June 3, 2024 contains the following information:

- Reason for the notification: passive crossing of a threshold
- Notification by: a person that notifies alone
- Persons subject to the notification requirement: Together Partnership (with address at Van Putlei 31, 2018 Antwerp, Belgium)
- Date on which the threshold was crossed: May 28, 2024
- Threshold that is crossed: 10%
- Denominator: 34,060,390

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- Notified details:

A) Voting rights	Previous notification	After the transaction			
	# of voting rights	# of voting rights		% of voting rights	
Holders of voting rights		Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Together Partnership	2,948,285	2,940,258		8.63%	
<b>TOTAL</b>		<b>2,940,258</b>	<b>0</b>	<b>8.63%</b>	<b>0.00%</b>

- Full chain of controlled undertakings through which the holding is effectively held: Together Partnership is not a controlled entity.

#### **Gilde Healthcare Holding BV and Gilde Healthcare III Management BV**

On May 31, 2024, Nyxoah received a transparency notification from Gilde Healthcare Holding BV and Gilde Healthcare III Management BV following the passive crossing below the 10% threshold on May 28, 2024. As of such date, Gilde Healthcare Holding BV and Gilde Healthcare III Management BV (together with their controlled undertakings) held 2,936,890 shares, representing 8.62% of the total number of voting rights on May 28, 2024 (34,060,390).

The notification dated May 31, 2024 contains the following information:

- Reason for the notification: passive crossing of a threshold
- Notification by: a parent undertaking or a controlling person
- Persons subject to the notification requirement:
  - Gilde Healthcare Holding BV (with address at Stadsplateau 36, 3521 AZ Utrecht, the Netherlands)
  - Gilde Healthcare III Management BV (with address at Stadsplateau 36, 3521 AZ Utrecht, the Netherlands)
- Date on which the threshold was crossed: May 28, 2024
- Threshold that is crossed: 10%
- Denominator: 34,060,390
- Notified details:

A) Voting rights	Previous notification	After the transaction			
	# of voting rights	# of voting rights		% of voting rights	
Holders of voting rights		Linked to securities	Not linked to the securities	Linked to securities	Not linked to the securities
Gilde Healthcare Holding BV	0	0		0.00%	
Gilde Healthcare III Management BV	3,153,822	2,936,890		8.62%	
<b>Subtotal</b>	<b>3,153,822</b>	<b>2,936,890</b>		<b>8.62%</b>	

<b>TOTAL</b>	<b>2,936,890</b>	<b>0</b>	<b>8.62%</b>	<b>0.00%</b>
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- Full chain of controlled undertakings through which the holding is effectively held: Gilde Healthcare III Management BV is controlled by Gilde Healthcare Holding BV. Gilde Healthcare Holding BV is not a controlled entity.
- Additional information: Cooperatieve Gilde Healthcare III Sub-Holding UA and Cooperatieve Gilde Healthcare III Sub-Holding 2 UA hold the shares in Nyxoah. Gilde Healthcare III Management BV is the management company of these 2 entities, that in the absence of specific instructions can exercise the voting rights at its discretion.

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**Contact:**

**Nyxoah**

David DeMartino, Chief Strategy Officer  
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## REGULATED INFORMATION

## Information on the total number of voting rights and shares

**Mont-Saint-Guibert (Belgium), June 3, 2024, 10:15 pm CET / 4:15 pm ET** – In accordance with article 15 of the Law of 2 May 2007 on the disclosure of large shareholdings, NyxoaH SA (Euronext Brussels and Nasdaq: NYXH) publishes the below information following the issue of new shares.

- Share capital: EUR 5,902,793.43
- Total number of securities carrying voting rights: 34,360,390 (all ordinary shares)
- Total number of voting rights (= denominator): 34,360,390 (all relating to ordinary shares)
- Number of rights to subscribe to securities carrying voting rights not yet issued:
  - o 100 “2018 ESOP Warrants” issued on December 12, 2018, entitling their holders to subscribe to a total number of 50,000 securities carrying voting rights (all ordinary shares);
  - o 400,500 “2020 ESOP Warrants” issued on February 21, 2020, entitling their holders to subscribe to a total number of 400,500 securities carrying voting rights (all ordinary shares); and
  - o 1,070,500 “2021 ESOP Warrants” issued on September 8, 2021, entitling their holders to subscribe to a total number of 1,070,500 securities carrying voting rights (all ordinary shares); and
  - o 700,000 “2022 ESOP Warrants” issued on December 28, 2022, entitling their holders to subscribe to a total number of 700,000 securities carrying voting rights (all ordinary shares).

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**Contact:****NyxoaH**

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