

Â Â UNITED STATESSECURITIESAND EXCHANGE COMMISSIONWashington,D.C. 20549Â FORM6-KÂ REPORTOF  
FOREIGN PRIVATE ISSUER PURSUANT TO RULE 13a-16 OR 15d-16 UNDERTHE SECURITIES EXCHANGE ACT OF  
1934Â Forthe month of December 2024Â CommissionFile No. 001-41010Â MAINZBIOMED N.V.(Translationof  
registrantâ€™s name into English)Â RobertKoch Strasse 5055129 MainzGermany(Addressof principal executive  
office)Â Indicateby check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form  
40-FÂ Form20-F â˜ Form 40-F â˜ Â Â Â Â Â Entryinto a Material AgreementÂ OnDecember 12, 2024, Mainz Biomed  
N.V. (the â€œCompanyâ€) and an institutional investor (the â€œPurchaserâ€) enteredinto a securities purchase  
agreement (the â€œSPAâ€), pursuant to which the Company sold to the Purchaser (i) 220,165 ordinaryunits, with each  
ordinary unit consisting of one ordinary share, one class A warrant to purchase one ordinary share (the â€œClassA  
Warrantâ€), and one class B warrant to purchase one ordinary share (the â€œClass B Warrantâ€), and (ii) 1,147,356  
pre-fundedunits with each pre-funded unit consisting of one pre-funded warrant to purchase one ordinary share, one  
Class A Warrant, and one ClassB Warrant â€œOfferingâ€). Each ordinary unit was sold at an offering price of \$5.85 per  
unit, and each pre-funded unit soldat an offering price of \$5.85 per unit less the nominal remaining exercise price of  
\$0.0001. The Offering resulted in gross proceedsto the Company of approximately \$8,000,000 before deducting  
placement agent fees and other estimated offering expenses (the â€œOfferingâ€).The Offering closed on December 16,  
2024.Â Eachpre-funded warrant is immediately exercisable upon issuance and can be exercised until all such pre-  
funded warrants are exercised atthe remaining exercise price per share equal to \$0.001. Each Class A Warrant is  
immediately exercisable upon issuance at an exerciseprice of \$5.85 per share and will expire five years from the date of  
issuance. Each Class B Warrant is immediately exercisable upon issuanceat an exercise price of \$5.85 per share and  
will expire on the earlier of (a) 30 days following receipt of results from the Companyâ€™s eARly Detect 2 study, or (b)  
one year from the date of issuance. Each Class A Warrant and Class B Warrant is subject to anti-dilutionprovisions to  
reflect stock dividends and splits or other similar transactions, as well as any subsequent financings at an effectiveprice  
per share less than the exercise price of the Class A Warrant or Class B Warrant then in effect.Â TheCompany also  
entered into a placement agency agreement dated December 12, 2024 (the â€œPlacement Agency Agreementâ€)  
withÂ MaximGroup, LLC, as exclusive placement agent (the â€œPlacement Agentâ€), pursuant to which the Placement  
Agent agreed to act asthe placement agent in connection with the Offering. Pursuant to the Placement Agency  
Agreement, the Company paid the Placement Agentan aggregate fee equal to 7% of the gross proceeds raised in the  
Offering plus \$100,000 in fixed fees.Â Theform of the Class A Warrant, the Class B Warrant, the Pre-Funded Warrant,  
the SPA, and the Placement Agency Agreement were describedin the Registration Statement on Form F-1 (no. 333-  
282993) for the Offering and were attached as exhibits thereto.Â Â OtherEventsÂ OnDecember 16, 2024, the Company  
issued a press release announcing the Offering entitled â€œMainz Biomed Announces Closing of \$8.0 MillionFollow-On  
Offeringâ€. A copy of the press release is attached hereto as Exhibit 99.1Â Theinformation contained in this Report on  
Form 6-K (excluding Exhibit 99.1) is hereby incorporated by reference into our Registration Statementon Form F-3 (File  
No. 333-269091).Â Exhibit No. Â Exhibit 99.1 Â Press Release entitled â€œMainz Biomed Announces Closing of \$8.0  
Million Follow-On Offeringâ€ Â 1 Â Â SIGNATUREÂ Pursuantto the requirements of the Securities Exchange Act of  
1934, the registrant has duly caused this report to be signed on its behalf bythe undersigned hereunto duly  
authorized.Â Date: December 16, 2024 By: /s/ William J. Caragol Â Name:Â Â William J. Caragol Â Title: Chief  
Financial Officer Â Â Exhibit99.1Â Â MainzBiomed Announces Closing of \$8.0 Million Follow-On  
OfferingÂ BERKELEY, US and MAINZ, Germany â€“ December 16, 2024 - Mainz Biomed N.V. (NASDAQ:MYNZ)  
(â€œMainz Biomedâ€ or the â€œCompanyâ€),a molecular genetics diagnostic company specializing in the early  
detection of cancer, today announced the closing of its previouslyannounced follow-on offering of 1,367,521 units, with  
each unit consisting of one ordinary share (or prefunded warrant in lieu thereof)one Class A warrant to purchase one  
ordinary share, and one Class B warrant to purchase one ordinary share for gross proceeds of approximately\$8.0  
million. Each unit was sold at an effective offering price of \$5.85 per unit, priced at-the-market under Nasdaq rules.  
Each ClassA warrant is immediately exercisable at an exercise price of \$5.85 per share and will expire five years from  
the date of issuance. EachClass B warrant is immediately exercisable at an exercise price of \$5.85 per share and will  
expire on the earlier of 30 days followingreceipt of results from the Companyâ€™s eARly Detect 2 study, and one year  
from the date of issuance.Â MaximGroup LLC acted as the sole placement agent for the offering.Â Thesecurities  
described above were offered pursuant to a registration statement on Form F-1, as amended (File No. 333-282993) (the  
â€œRegistrationStatementâ€), which was declared effective by the U.S. Securities and Exchange Commission (the  
â€œSECâ€) on December 12,2024. The offering was made only by means of a prospectus which is a part of the  
Registration Statement. A final prospectus relatingto the offering has been filed with the SEC. Copies of the final  
prospectus relating to this offering may be obtained from Maxim GroupLLC, 300 Park Avenue, 16th Floor, New York,  
NY 10022, at (212) 895-3745. This press release shall not constitute an offer to sell ora solicitation of an offer to buy  
any of the securities described herein, nor shall there be any sale of these securities in any stateor other jurisdiction in  
which such offer, solicitation or sale would be unlawful prior to the registration or qualification under thesecurities laws  
of any such state or other jurisdiction.Â Pleasevisit Mainz Biomedâ€™s official website for investors at  
mainzbiomed.com/investors/for more information Â AboutMainz Biomed NVÂ MainzBiomed develops market-ready  
molecular genetic diagnostic solutions for life-threatening conditions. The Companyâ€™s flagship productis  
ColoAlertÂ®, an accurate, non-invasive and easy-to-use, early-detection diagnostic test for colorectal cancer.  
ColoAlertÂ® is marketed across Europe. The Company is currently running a pivotal FDA clinical study for US  
regulatory approval. Mainz Biomedâ€™sproduct candidate portfolio also includes PancAlert, an early-stage pancreatic  
cancer screening test based on real-time Polymerase ChainReaction-based (PCR) multiplex detection of molecular-  
genetic biomarkers in stool samples. To learn more, visit mainzbiomed.com.Â Â Â Formedia inquiriesÂ MCServices  
AGAnne Hennecke/Caroline Bergmann+49 211 529252 20mainzbiomed@mc-services.euÂ Forinvestor inquiries, please  
contact info@mainzbiomed.comÂ Forward-LookingStatementsÂ Certainstatements made in this press release are  
â€œforward-looking statementsâ€ within the meaning of the â€œsafe harborâ€provisions of the Private Securities  
Litigation Reform Act of 1995. Forward-looking statements may be identified by the use of wordssuch as  
â€œanticipateâ€, â€œbelieveâ€, â€œexpectâ€, â€œestimateâ€, â€œplanâ€, â€œoutlookâ€, and â€œprojectâ€ and other  
similar expressions or the negative of such expressions that predict or indicate future events ortrends or that are not  
statements of historical matters. These forward-looking statements reflect the current analysis of existing  
informationand are subject to various risks and uncertainties. As a result, caution must be exercised in relying on  
forward-looking statements.Due to known and unknown risks, actual results may differ materially from the  
Companyâ€™s expectations or projections. The followingfactors, among others, could cause actual results to differ

materially from those described in these forward-looking statements: (i) the failure to meet projected development and related targets; (ii) changes in applicable laws or regulations; (iii) the effect of the COVID-19 pandemic on the Company and its current or intended markets; and (iv) other risks and uncertainties described herein, as well as those risks and uncertainties discussed from time to time in other reports and other public filings with the Securities and Exchange Commission (the "SEC") by the Company. Additional information concerning these and other factors that may impact the Company's expectations and projections can be found in its initial filings with the SEC, including its annual report on Form 20-F filed on April 19, 2024. The Company's SEC filings are available publicly on the SEC's website at [www.sec.gov](http://www.sec.gov). Any forward-looking statement made by us in this press release is based only on information currently available to Mainz Biomed and speaks only as of the date on which it is made. Mainz Biomed undertakes no obligation to publicly update any forward-looking statement, whether written or oral, that may be made from time to time, whether as a result of new information, future developments or otherwise, except as required by law.Â Â Â Â