

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): March 8, 2024

Outset Medical, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)

001-39513

(Commission File Number)

20-0514392  
(IRS Employer  
Identification No.)

3052 Orchard Dr.,  
San Jose, California  
(Address of Principal Executive Offices)

95134  
(Zip Code)

Registrant's Telephone Number, Including Area Code: (669) 231-8200

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
Common Stock, \$0.001 par value per share	OM	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.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.***Resignation of Director*

On March 8, 2024, Catherine Szyman, a member of the Board of Directors (the “Board”) of Outset Medical, Inc. (the “Company”), resigned from the Board in preparation for her pending role as Chief Executive Officer of Edwards Lifesciences’ Critical Care spinoff, with such resignation effective March 12, 2024. Ms. Szyman’s resignation is not the result of any disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

*Appointment of Director*

On March 10, 2024, the Board appointed Brent D. Lang as a new member of the Board and as a member of the Audit Committee of the Board, with such appointment effective March 12, 2024.

Mr. Lang fills the vacancy created by the resignation of Ms. Szyman and his term of office as a class III director will expire at the Company’s 2026 annual meeting of stockholders or until his successor has been elected and qualified or his earlier death, resignation or removal. The Board has determined that Mr. Lang is an “independent director” as defined under the applicable rules and regulations of the Securities and Exchange Commission (“SEC”) and the listing requirements and rules of the Nasdaq stock market.

Mr. Lang previously served as President and Chief Executive Officer, and on the board of directors, of Vocera Communications, Inc. (“Vocera”), a global provider of clinical communication and workflow solutions, from June 2013, and as Chairman of the board of directors from June 2018, until February 2022 when the company was acquired by Stryker Corporation (“Stryker”), a multinational medical technology corporation. Prior to being named CEO, Mr. Lang held various leadership positions at Vocera beginning in 2001, including as its President and Chief Operating Officer. His experience previous to Vocera includes leadership roles at 3Com Corporation and strategy consulting at Monitor Company, Inc. Mr. Lang holds a B.S. from the University of Michigan and an M.B.A. from the Stanford University Graduate School of Business.

Mr. Lang will be compensated in a manner consistent with the Company’s other non-employee directors, as described under the heading “Non-Employee Director Compensation Policy” in the Company’s definitive proxy statement filed with the SEC on April 13, 2023. Mr. Lang will also enter into the Company’s standard director and officer indemnification agreement, the form of which was previously filed by the Company as Exhibit 10.1 to Amendment No. 1 to the Company’s Registration Statement on Form S-1/A (Registration No. 333-248225), filed with the SEC on September 9, 2020. There are no arrangements or understandings between Mr. Lang and any other persons pursuant to which he was appointed as a director. Furthermore, there are no transactions in which Mr. Lang has an interest that would be required to be reported under Item 404(a) of Regulation S-K.

**Item 7.01. Regulation FD Disclosure.**

On March 13, 2024, the Company issued a press release announcing the resignation of Ms. Szyman and the appointment of Mr. Lang. A copy of the press release is attached hereto as Exhibit 99.1.

The information contained in this Item 7.01 and Exhibit 99.1 hereto shall not be deemed “filed” for 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 into any other filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Press Release entitled “Outset Medical Announces Appointment of Medical Technology Veteran Brent D. Lang to its Board of Directors” dated March 13, 2024</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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## Outset Medical Announces Appointment of Medical Technology Veteran Brent D. Lang to its Board of Directors

**San Jose, CA** March 13, 2024 – Outset Medical, Inc. (Nasdaq: OM) (“Outset”), a medical technology company pioneering a first-of-its-kind technology to reduce the cost and complexity of dialysis, today announced the appointment of medical technology veteran Brent D. Lang to its board of directors. Mr. Lang most recently served as Chairman and Chief Executive Officer of Vocera Communications, a global provider of clinical communication and workflow solutions, until its acquisition by Stryker for \$3 billion in 2022.

“Brent brings a wealth of healthcare expertise to the Outset board, including in growing and scaling software-enabled business models, which is well-aligned with our recurring revenue model,” said Leslie Trigg, Chair and Chief Executive Officer. “He is an ideal board member to help guide our continued growth and with a vision to improve the lives of patients that fits perfectly with Outset’s moral mission.”

Concurrent with Mr. Lang’s appointment, Katie M. Szyman has stepped down from the Outset board in preparation for her pending role as Chief Executive Officer of Edwards Lifesciences’ Critical Care spinoff.

“As we welcome Brent, we want to also thank Katie for her service to the Outset board during a period of growth and change following our public offering,” added Ms. Trigg. “We wish her well as she begins an exciting new phase of her career journey.”

Mr. Lang will serve on the Audit Committee of the Outset board. He is Chairman of the Movella Holdings Inc. board, a company specializing in movement digitization, and a member of the Thriveworks board, a private company that provides mental health services. Including his role as Chairman and CEO, Mr. Lang spent more than 20 years in various leadership positions at Vocera, including President and Chief Operating Officer and Vice President of Marketing and Business Development. Earlier in his career, he held various roles at 3Com Corporation, a networking company, and worked as a strategy consultant for Monitor Company, Inc., a consulting firm advising Fortune 500 companies. Mr. Lang holds a B.S. from the University of Michigan and an M.B.A. from the Stanford University Graduate School of Business. He was also a gold medalist member of the 1988 U.S. Olympic swimming team.

“I look forward to joining such an accomplished board, and a company that is having a direct and profound impact on the lives of dialysis patients and providers,” said Mr. Lang. “The Outset team has surrounded its innovative Tablo platform with a highly differentiated software and service ecosystem that provide clear opportunities for growth well into the future.”

### About Outset Medical, Inc.

Outset is a medical technology company pioneering a first-of-its-kind technology to reduce the cost and complexity of dialysis. The Tablo® Hemodialysis System, FDA cleared for use from the hospital to the home, represents a significant technological advancement that transforms the dialysis experience for patients and operationally simplifies it for providers. Tablo serves as a single enterprise solution that can be utilized across the continuum of care, allowing dialysis to be delivered anytime, anywhere and by anyone. The integration of water purification and on-demand dialysate production enables Tablo to serve as a dialysis clinic on wheels, with 2-way wireless data transmission and a proprietary data analytics platform powering a new holistic approach to dialysis care. Tablo is a registered trademark of Outset Medical, Inc.

### Contact

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Investor Relations

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