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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d)  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): July 30, 2018

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**Interpace Diagnostics Group, Inc.**  
(Exact name of registrant as specified in its charter)

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Delaware  
(State or other jurisdiction  
of incorporation)

000-24249  
(Commission  
File Number)

22-2919486  
(IRS Employer  
Identification No.)

Morris Corporate Center 1, Building C  
300 Interpace Parkway  
Parsippany, NJ 07054  
(Address, including zip code, of Principal Executive Offices)

(855) 776-6419  
(Registrant's telephone number, including area code)

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))

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 8.01. Other Events

On July 30, 2018, Interpace Diagnostics Group, Inc., a Delaware corporation (the “Company”), received written notice (the “Letter”) from the Listing Qualifications department (the “Staff”) of The NASDAQ Capital Market (“Nasdaq”) notifying the Company that the Staff has determined that for 10 consecutive business days the closing bid price of the Company’s common stock has been at \$1.00 per share or greater and that accordingly, the Company has regained compliance with Listing Rule 5550(a)(2). The Letter also stated that the matter related to Listing Rule 5550(a)(2), previously disclosed by the Company in its Current Report on Form 8-K filed May 7, 2018, has been closed.

The foregoing description is qualified in its entirety by reference to the full text of the Letter, which is filed as an exhibit to this Current Report on Form 8-K and incorporated herein by reference in its entirety.

On July 31, 2018 the Company issued a press release announcing the receipt of the Letter, which is furnished as an exhibit to this Current Report on Form 8-K and 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 to be incorporated by reference in any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as otherwise stated in such filing.

#### Item 9.01. Financial Statements and Exhibits

##### (d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1*	<a href="#"><u>Written Notice, dated July 30, 2018, from the Listing Qualifications Department of The Nasdaq Stock Market LLC.</u></a>
99.2	<a href="#"><u>Press Release dated July 31, 2018.</u></a>

\* Filed herewith

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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 hereunto duly authorized.

Interpace Diagnostics Group, Inc.

Date: July 31, 2018

By: /s/ Jack E. Stover

Name: Jack E. Stover

Title: President and Chief Executive Officer

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EXHIBIT INDEX

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\* Filed herewith

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*By Electronic Delivery to: jearly@interpacedx.com*

July 30, 2018

Mr. James Early  
Chief Financial Officer  
Interpace Diagnostics Group, Inc.  
Morris Corporate Center 1, Building C  
300 Interpace Parkway  
Parsippany, NJ 07054


Re: Interpace Diagnostics Group, Inc. (the "Company")  
Nasdaq Symbol: IDXG

Dear Mr. Early:

On May 4, 2018, Staff notified the Company that its common stock failed to maintain a minimum bid price of \$1.00 over the previous 30 consecutive business days as required by the Listing Rules of The Nasdaq Stock Market. Since then, Staff has determined that for the last 10 consecutive business days, from July 16 to July 27, 2018, the closing bid price of the Company's common stock has been at \$1.00 per share or greater. Accordingly, the Company has regained compliance with Listing Rule 5550(a)(2) and this matter is now closed.

If you have any questions, please contact Shawn Abdool, Listing Analyst, at +1 301 978 8030.

Sincerely,



Jeffrey W. Preusse  
Associate Director, Listing Qualifications  
The Nasdaq Stock Market





## **Interpace Diagnostics Regains Compliance with NASDAQ Minimum Bid Price Listing Requirement**

PARSIPPANY, NJ, July 31, 2018 — Interpace Diagnostics Group, Inc. (NASDAQ: IDXG) (“Interpace” or “the Company”), a fully integrated commercial and bioinformatics company that provides clinically useful molecular diagnostic tests and pathology services for improved patient diagnosis and management, reported today that the Company has received a letter dated July 30, 2018 from the NASDAQ Listing Qualifications notifying the Company that it has regained compliance with the requirement of The NASDAQ Stock Market to maintain a minimum closing bid price of \$1.00 per share.

The letter noted that for the last 10 days from July 16, 2018 to July 27, 2018 the closing bid price of the Company’s common stock has been at \$1.00 per share or greater. Accordingly, NASDAQ informed the Company that it has regained compliance with Listing Rule 5550(a)(2) and that the matter was now closed.

### **About Interpace Diagnostics Group, Inc.**

Interpace is a fully integrated commercial and bioinformatics company that provides clinically useful molecular diagnostic tests and pathology services for evaluating risk of cancer by leveraging the latest technology in personalized medicine for improved patient diagnosis and management. The Company currently has four commercialized molecular tests and one test in a clinical evaluation process (CEP); PancreGEN<sup>®</sup> for the diagnosis and prognosis of pancreatic cancer from pancreatic cysts; ThyGenX<sup>®</sup> (now ThyGeNEXT<sup>™</sup>) for the diagnosis of thyroid cancer from thyroid nodules utilizing a next generation sequencing assay; ThyraMIR<sup>®</sup> for the diagnosis of thyroid cancer from thyroid nodules utilizing a proprietary gene expression assay; and RespriDX<sup>™</sup> that differentiates lung cancer of primary vs. metastatic origin. BarreGEN<sup>®</sup> for Barrett’s Esophagus, is currently being “soft launched” with key opinion leaders as we continue to gather data on this assay that will assist us in seeking favorable reimbursement as well as important clinical information. Barrett’s Esophagus is a rapidly growing diagnosis that affects over three million people in the US and over time can progress to esophageal cancer. The Company’s data base includes data from over 45,000 patients who have been tested using the Company’s current products, including over 25,000 molecular tests for thyroid nodules. Interpace has been designated by the 2017 edition of *CIO Applications* as one of the top 20 companies for providing bioinformatics solutions. Interpace’s mission is to provide personalized medicine through molecular diagnostics, innovation and data to advance patient care based on rigorous science. For more information, please visit Interpace’s website at [www.interpacediagnostics.com](http://www.interpacediagnostics.com).

Morris Corporate Center 1, Building C, 300 Interpace Parkway, Parsippany, New Jersey 07054  
Phone: 862-207-7800 • Toll Free: 800-242-7494 • [www.interpacediagnostics.com](http://www.interpacediagnostics.com)

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## Forward Looking Statements

*This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, Section 21E of the Securities Exchange Act of 1934 and the Private Securities Litigation Reform Act of 1995, relating to the Company's future financial and operating performance. The Company has attempted to identify forward looking statements by terminology including "believes," "estimates," "anticipates," "expects," "plans," "projects," "intends," "potential," "may," "could," "might," "will," "should," "approximately" or other words that convey uncertainty of future events or outcomes to identify these forward-looking statements. These statements are based on current expectations, assumptions and uncertainties involving judgments about, among other things, future economic, competitive and market conditions and future business decisions, all of which are difficult or impossible to predict accurately and many of which are beyond the Company's control. These statements also involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results to be materially different from those expressed or implied by any forward-looking statement. Known and unknown risks, uncertainties and other factors include, but are not limited to, the Company's history of net losses, the Company's ability to adequately finance the business, the market's acceptance of its molecular diagnostic tests, its ability to retain or secure reimbursement, its ability to secure additional business and generate higher profit margins through sales of its molecular diagnostic tests, in-licensing or other means, projections of future revenues, growth, gross profit and anticipated internal rate of return on investments and its ability to maintain its NASDAQ listing. Additionally, all forward-looking statements are subject to the "Risk Factors" detailed from time to time in the Company's most recent Annual Report on Form 10-K and Quarterly Reports on Form 10-Q.*

*Because of these and other risks, uncertainties and assumptions, undue reliance should not be placed on these forward-looking statements. In addition, these statements speak only as of the date of this press release and, except as may be required by law, the Company undertakes no obligation to revise or update publicly any forward-looking statements for any reason.*

## Contact

Interpace Diagnostics Investor Relations

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