
**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): December 30, 2025

CeriBell, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-42364
(Commission File Number)

47-1785452
(IRS Employer
Identification No.)

360 N. Pastoria Avenue
Sunnyvale, California
(Address of Principal Executive Offices)

94085
(Zip Code)

Registrant's Telephone Number, Including Area Code: 800 436-0826

(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	CBLL	Nasdaq Global Select Market

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

On December 30, 2025, Lucian Iancovici notified the Board of Directors (the “Board”) of CeriBell, Inc. (the “Company”) of his resignation from the Board and from his positions as Chair of the Nominating and Corporate Governance Committee and as a member of the Compensation Committee, effective as of December 31, 2025. The resignation did not result from any disagreement with the Company on any matter relating to its operations, policies, or practices.

Item 9.01 **Financial Statements and Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
99.1	Resignation Letter dated December 30, 2025.
104	Cover Page Interactive Data File, formatted in Inline XBRL.

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.

CERIBELL, INC.

Date: January 2, 2026

By: /s/ Scott Blumberg
Scott Blumberg
Chief Financial Officer

12/30/2025

Rebecca Robertson
Board Chair
Ceribell
360 N Pastoria Avenue
Sunnyvale, CA 94085, USA

Subject: Resignation from the Board of Directors

Dear Rebecca Robertson and Members of the Board,

Please accept this letter as formal notification of my decision to resign as a member of the Board of Directors of Ceribell, effective December 31, 2025.

My decision is based purely on a desire to focus on other professional ventures, and is not due to any disagreement with the company's operations, policies, leadership, or any financial reporting issues.

I am immensely proud of the accomplishments we have achieved during my tenure and am grateful for the opportunity to have served alongside such a dedicated and talented group of individuals. I am committed to ensuring a smooth and orderly transition and will gladly assist in any way necessary during this period.

I acknowledge that I have no outstanding claims for compensation or otherwise against Ceribell, its officers, or employees, and I release them from any such potential liabilities. I will continue to honor my obligations regarding the protection of confidential information I have received about Ceribell.

I wish Ceribell and my fellow board members continued success in the future.

Sincerely,

Lucian Iancovici, M.D.
