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

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**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): November 20, 2014

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CollabRx, Inc.  
(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction  
of Incorporation)  
000-26824  
(Commission  
File Number)  
68-0370244  
(I.R.S. Employer  
Identification No.)

44 Montgomery Street, Suite 800  
San Francisco, CA 94104-4811  
(Address of Principal Executive Offices)

(415) 248-5350  
(Registrant's telephone number, including area code)

(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 (*see* General Instruction A.2. below):

- Written communication 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))
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**Item 3.01 Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing.**

On November 20, 2014, CollabRx, Inc. (the "Company") was notified by the Nasdaq that the shareholders' equity balance reported on its last Quarterly Report filed with the Securities and Exchange Commission on November 14, 2014 fell below the \$2,500,000 minimum requirement for continued listing under the Nasdaq Capital Market's Listing Rule 5550(b)(1) ("the Rule"). In accordance with the Rule, the Company has 45 days to prepare and submit a plan to Nasdaq outlining how it intends to regain compliance. If the Company's plan is accepted, Nasdaq may grant the Company an extension of up to 180 days from November 20, 2014, or until May 19, 2015, to regain compliance.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

Exhibit No.

99.1 Press Release, dated December 3, 2014, "CollabRx Announces Receipt of NASDAQ Notice of Non-compliance with Rule 5550(b)(1).

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: December 3, 2014

COLLABRX, INC.

By: /s/ Thomas R. Mika

Name: Thomas R. Mika

Title: President and Chief Executive Officer

## CollabRx Announces Receipt of NASDAQ Notice of Non-Compliance with Rule 5550(b)(1)

**San Francisco, CA – December 3, 2014** – CollabRx, Inc. (NASDAQ: CLRX) (herein "CLRX" or "the Company"), announced today that it received a letter from the NASDAQ OMX GROUP ("Nasdaq") stating that the Company is in non-compliance with the Nasdaq Capital Market's Listing Rule 5550(b)(1). That rule requires the Company to maintain a minimum stockholder's equity of \$2,500,000 for continued listing.

The Company has 45 days to prepare and submit a plan to Nasdaq to regain compliance. If the plan is accepted, Nasdaq may grant the Company an extension of up to 180 days from November 20, 2014 to evidence compliance.

This announcement is being made in compliance with Listing Rule 5810(b), which requires prompt disclosure of receipt of a noncompliance letter.

The Nasdaq notification letter does not result in the immediate delisting of the Company's common stock, and the stock will continue to trade uninterrupted on the Nasdaq Capital Market under the symbol "CLRX."

CollabRx management intends to resolve the situation to allow for continued listing on the Nasdaq Capital Market.

### **About CollabRx**

CollabRx, Inc. (**CLRX**) is a recognized leader in cloud-based expert systems to inform healthcare decision-making. CollabRx uses information technology to aggregate and contextualize the world's knowledge on genomics-based medicine with specific insights from the nation's top cancer experts, starting with the area of greatest need: advanced cancers in patients who have effectively exhausted the standard of care. More information may be obtained at <http://www.collabrx.com>.

### **CollabRx Safe Harbor Statement**

This press release includes forward-looking statements about CollabRx's anticipated results that involve risks and uncertainties. Some of the information contained in this press release, including, but not limited to, statements as to industry trends and CollabRx's plans, objectives, expectations and strategy for its business, contains forward-looking statements that are subject to risks and uncertainties that could cause actual results or events to differ materially from those expressed or implied by such forward-looking statements. Any statements that are not statements of historical fact are forward-looking statements. When used, the words "believe," "plan," "intend," "anticipate," "target," "estimate," "expect" and the like, and/or future tense or conditional constructions ("will," "may," "could," "should," etc.), or similar expressions, identify certain of these forward-looking statements. Important factors which could cause actual results to differ materially from those in the forward-looking statements are detailed in filings made by CollabRx with the Securities and Exchange Commission. CollabRx undertakes no obligation to update or revise any such forward-looking statements to reflect subsequent events or circumstances.

### **Contacts:**

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