
**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 7, 2017**

CARDAX, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction
of incorporation)

333-181719

(Commission
File Number)

45-4484428

(IRS Employer
Identification No.)

2800 Woodlawn Drive, Suite 129, Honolulu, Hawaii 96822

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(808) 457-1400**

(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 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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 7.01 REGULATION FD DISCLOSURE.

On December 7, 2017, Cardax, Inc. (the “Company”) issued press releases in connection with the following:

- ZanthoSyn® from Cardax Now Available at 3,000+ GNC Corporate Stores in the United States
- Cardax Hires Gilbert Shin as Vice President, Retail Sales and Marketing

In accordance with General Instruction B.2 of Form 8-K, the information set forth herein and in Exhibits 99.1 and 99.2 hereto are deemed to be “furnished” and shall not be deemed to be “filed” for purposes of the Exchange Act. The information set forth in Item 7.01 of this Current Report on Form 8-K shall not be deemed an admission as to the materiality of any information in this Current Report on Form 8-K that is required to be disclosed solely to satisfy the requirements of Regulation FD.

Safe Harbor

This release may contain certain forward-looking statements regarding our prospective performance and strategies within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We intend such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of said safe harbor provisions. Forward-looking statements, which are based on certain assumptions and describe future plans, strategies, and expectations of our company, are generally identified by use of words “anticipate,” “believe,” “estimate,” “expect,” “intend,” “plan,” “project,” “seek,” “strive,” “try,” or future or conditional verbs such as “could,” “may,” “should,” “will,” “would,” or similar expressions. Our ability to predict results or the actual effects of our plans or strategies is inherently uncertain. Accordingly, actual results may differ materially from anticipated results. Some of the factors that could cause our actual results to differ from our expectations or beliefs include, without limitation, the risks discussed from time to time in our filings with the Securities and Exchange Commission. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. Except as required by applicable law or regulation, we undertake no obligation to update these forward-looking statements to reflect events or circumstances that occur after the date on which such statements were made.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

<u>Exhibit No.</u>	<u>Description</u>
--------------------	--------------------

99.1	<u>Press Release, dated December 7, 2017 (furnished herewith)</u>
99.2	<u>Press Release, dated December 7, 2017 (furnished herewith)</u>

SIGNATURE

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

Dated: December 7, 2017

CARDAX, INC.

By: /s/ David G. Watumull

David G. Watumull

Chief Executive Officer and President

**ZanthoSyn® from Cardax Now Available at
3,000+ GNC Corporate Stores in the U.S.**

GNC is the Exclusive “Brick-and-Mortar” Retailer of ZanthoSyn® in the United States

HONOLULU, December 7, 2017 /PRNewswire/ — Cardax, Inc. (OTCQB: CDXI) announced today that ZanthoSyn®, the Company’s premium astaxanthin dietary supplement for inflammatory health and longevity, is now available at more than 3,000 corporate stores across the U.S. owned and operated by GNC Holdings, Inc. (“GNC”). This nation-wide availability builds on Cardax’s previously announced national purchase order and mutual exclusivity agreement with GNC.

With approximately 9,000 retail locations worldwide, GNC is the leading specialty retailer of health, wellness, and performance products. GNC sales associates at its more than 3,000 corporate stores can also assist customers by arranging for free home delivery of ZanthoSyn® via the “GNC Delivers” service. GNC’s more than 1,100 franchise stores also have the option to stock ZanthoSyn®.

“GNC is an ideal retail channel for us,” said David G. Watumull, Cardax CEO. “Moving from our first conversation to becoming the top selling product in Hawaii GNC stores and forging an exclusive brick-and-mortar national distribution agreement in less than a year speaks to our strong working relationship and the growing profile of the ZanthoSyn® brand. This progress is also powered by a very enthusiastic response from consumers to ZanthoSyn® as a premium astaxanthin dietary supplement for inflammatory health and longevity.”

Cardax plans to drive ZanthoSyn® sales nationally through its two-pronged approach, modeled after Cardax’s successful program in Hawaii:

- Physician outreach and education, where ZanthoSyn® is positioned as the first safe, physician friendly, anti-inflammatory for health and longevity, and GNC serves as a convenient and credible distribution channel for physicians recommending ZanthoSyn®
- GNC store outreach, education, and in-store sales support, building on the ability to utilize ZanthoSyn® as a foundation of health, wellness, and performance regimens

The Company’s relationship with GNC reflects Cardax’s mission to develop and commercialize the safest, most effective anti-inflammatory products for health and longevity. Cardax is also developing and commercializing CDX-085, its next generation patented ZanthoSyn® product for highly concentrated astaxanthin product applications.

“Moving from Hawaii to all U.S. corporate GNC stores is a major achievement that underscores our vision and strategy to become the inflammatory health, anti-aging leader,” added George W. Bickerstaff, Cardax Chairman.

About Cardax

Cardax devotes substantially all of its efforts to developing and commercializing dietary supplements. Cardax is initially focusing on astaxanthin, which is a powerful and safe naturally occurring anti-inflammatory that supports health and longevity.* The safety and efficacy of Cardax’s products have not been directly evaluated in clinical trials or confirmed by the FDA.

About ZanthoSyn®

ZanthoSyn® is a physician recommended anti-inflammatory supplement for health and longevity that features astaxanthin with optimal absorption and purity.* ZanthoSyn® is sold online and in GNC stores. ZanthoSyn® contains astaxanthin, which is Generally Recognized as Safe (GRAS) according to FDA regulations.

About Astaxanthin

Astaxanthin is a clinically studied compound with safe anti-inflammatory activity that supports joint health, cardiovascular health, metabolic health, liver health, and longevity.*

Media and Investors

Janice Kam
1-808-457-1400
press@cardaxpharma.com

Safe Harbor

This release may contain certain forward-looking statements regarding our prospective performance and strategies within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We intend such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of said safe harbor provisions. Forward-looking statements, which are based on certain assumptions and describe future plans, strategies, and expectations of our company, are generally identified by use of words “anticipate,” “believe,” “estimate,” “expect,” “intend,” “plan,” “project,” “seek,” “strive,” “try,” or future or conditional verbs such as “could,” “may,” “should,” “will,” “would,” or similar expressions. Our ability to predict results or the actual effects of our plans or strategies is inherently uncertain. Accordingly, actual results may differ materially from anticipated results. Some of the factors that could cause our actual results to differ from our expectations or beliefs include, without limitation, the risks discussed from time to time in our filings with the Securities and Exchange Commission. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. Except as required by applicable law or regulation, we undertake no obligation to update these forward-looking statements to reflect events or circumstances that occur after the date on which such statements were made.

*** These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure, or prevent any disease.**

Cardax Hires Gilbert Shin as VP, Retail Sales and Marketing

Shin Brings Two Decades of Industry Experience

HONOLULU, December 7, 2017 /PRNewswire/ — Cardax, Inc. (OTCQB: CDXI) announced today that Gilbert Shin has joined Cardax as Vice President, Retail Sales and Marketing, a new position for the Company. Mr. Shin will lead the Company's recently announced national rollout of ZanthoSyn® to the more than 3,000 corporate stores across the U.S. owned and operated by GNC Holdings, Inc. ("GNC").

Mr. Shin most recently served as the Regional Sales Director for GNC in Hawaii. In his nearly 20-year career at GNC, Mr. Shin built Hawaii into the top performing GNC region in the country.

"I am very excited to be a part of Cardax," said Mr. Shin, "and look forward to translating the extraordinary success achieved in Hawaii with ZanthoSyn to the entire U.S."

"We are very pleased that Gil chose to join Cardax after retiring from GNC as he had planned for some time," said David G. Watumull, Cardax CEO. "His demonstrated accomplishments with GNC in general and ZanthoSyn in particular bring an important skill-set to Cardax as we expand ZanthoSyn sales and marketing nationwide. We will also look to Gil to lead our retail sales efforts for future products as well."

Mr. Shin will work closely with the Company's senior executive team to execute Cardax's ZanthoSyn marketing and sales strategy. Together, they will focus on synergistically combining ZanthoSyn national retail marketing with the Company's physician awareness program.

"Attracting this level of retail sales and marketing expertise speaks to the progress of the Company and strongly advances our vision of becoming the inflammatory health, anti-aging leader," added Cardax Chairman, George W. Bickerstaff.

About Cardax

Cardax devotes substantially all of its efforts to developing and commercializing dietary supplements. Cardax is initially focusing on astaxanthin, which is a powerful and safe naturally occurring anti-inflammatory that supports health and longevity.* The safety and efficacy of Cardax's products have not been directly evaluated in clinical trials or confirmed by the FDA.

About ZanthoSyn®

ZanthoSyn is a physician recommended anti-inflammatory supplement for health and longevity that features astaxanthin with optimal absorption and purity.* ZanthoSyn is sold online and in GNC stores. ZanthoSyn contains astaxanthin, which is Generally Recognized as Safe (GRAS) according to FDA regulations.

About Astaxanthin

Astaxanthin is a clinically studied compound with safe anti-inflammatory activity that supports joint health, cardiovascular health, metabolic health, liver health, and longevity.*

Media and Investors

Janice Kam
1-808-457-1400
press@cardaxpharma.com

Safe Harbor

This release may contain certain forward-looking statements regarding our prospective performance and strategies within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. We intend such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and are including this statement for purposes of said safe harbor provisions. Forward-looking statements, which are based on certain assumptions and describe future plans, strategies, and expectations of our company, are generally identified by use of words "anticipate," "believe," "estimate," "expect," "intend," "plan," "project," "seek," "strive," "try," or future or conditional verbs such as "could," "may," "should," "will," "would," or similar expressions. Our ability to predict results or the actual effects of our plans or strategies is inherently uncertain. Accordingly, actual results may differ materially from anticipated results. Some of the factors that could cause our actual results to differ from our expectations or beliefs include, without limitation, the risks discussed from time to time in our filings with the Securities and Exchange Commission. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this release. Except as required by applicable law or regulation, we undertake no obligation to update these forward-looking statements to reflect events or circumstances that occur after the date on which such statements were made.

*** These statements have not been evaluated by the Food and Drug Administration. This product is not intended to diagnose, treat, cure, or prevent any disease.**

