UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

November 19, 2026
Date of Report (date of earliest event reported)



Bio Green Med Solution, Inc.
(Exact name of Registrant as specified in its charter)

Delaware	**0-50626**	**91-1707622**
(State or other jurisdiction of incorporation or organization)	(Commission File Number)	(I.R.S. Employer Identification Number)

Level 10, Tower 11, Avenue 5, No. 8
Jalan Kerinchi, Kuala Lumpur, Malaysia 59200
(Address of principal executive offices) (Zip code)

(908) 517-7330
(Registrant's telephone number, including area code)

N/A
(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))

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, par value $0.001 per share	BGMS	The Nasdaq Capital 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 5.07 Submission of Matters to a Vote of Security Holders.

On November 19, 2026, Bio Green Med Solution, Inc. (the "Company") held the previously announced special meeting of shareholders (the "Special Meeting") as a virtual meeting, conducted via live audio webcast, in connection with five proposals, as described below and in greater detail in the definitive proxy statement filed by the Company with the Securities and Exchange Commission on October 9, 2026.

As of October 5, 2026, the record date for this meeting, there were 6,622,794 shares of the Company's common stock par value $0.001 per share (the "Common Stock") issued and outstanding and entitled to vote on the proposals submitted to the holders of the Company's Common Stock at this Special Meeting. There are 4,935,383 shares of Common Stock present virtually or represented by proxy, which constitute approximately 74.52% of the total votes entitled to be cast at this Special Meeting of Stockholders, and a quorum was present for the transaction of business. Set forth below is the final voting results for the following single proposal submitted to a vote of the shareholders of the Company at the Special Meeting:

Proposal 1: Approval of the Issuance of Shares of Common Stock

The following resolution was approved at the Special Meeting:

> RESOLVED, the approval of the issuance of shares of Common Stock of BGMS to Selling Shareholders pursuant to the terms of the Business Combination Agreement between BGMS, Future NRG Sdn Bhd. ("Future NRG") and the Selling Shareholders, dated as of June 4, 2026, a copy of which is attached as Annex A to the proxy statement/prospectus ("Proposal No. 1"), is approved.

FOR		AGAINST		ABSTAIN		BROKER NON-VOTE	
Number	%	Number	%	Number	%	Number	%
4,178,146	63.1%	66,327	1.0%	151	0.002%	690,759	10.4%

Proposal 2: Approval of issuance of more than 20% of issued and outstanding shares of Parent Common Stock

With respect to the following resolution:

> RESOLVED, the approval, for purposes of complying with Nasdaq Listing Rule 5635(a), the issuance of more than 20% of the issued and outstanding shares of Parent Common Stock in connection with the Transaction and, for purposes of Nasdaq Listing Rule 5635(b), the change of control of BGMS ("Proposal No. 2"), is approved.

FOR		AGAINST		ABSTAIN		BROKER NON-VOTE	
Number	%	Number	%	Number	%	Number	%
4,177,953	63.1%	66,355	1.0%	316	0.005%	690,759	10.4%

Proposal 3: Approval of Amendment to the Amended and Restated Certificate of Incorporation to increase the number of shares of Parent Common Stock

With respect to the following resolution:

> RESOLVED, the approval of the amendment to the Amended and Restated Certificate of Incorporation of BGMS to increase the number of shares of Parent Common Stock that BGMS is authorized to issue to 3,000,000,000 shares ("Proposal No. 3"), is approved.

FOR		AGAINST		ABSTAIN		BROKER NON-VOTE	
Number	%	Number	%	Number	%	Number	%
4,844,487	73.1%	90,335	1.4%	561	0.008%	0	N/A

Proposal 4: Approval of the Reverse Stock Split Proposal

With respect to the following resolution:

> RESOLVED, the approval of the amendment to the Amended and Restated Certificate of Incorporation of BGMS to effect a reverse stock split of the issued and outstanding shares of Parent Common Stock (the "Reverse Stock Split"), at a reverse stock split ratio to be determined by the Board of Directors within a range of not less than 1:4 and not more than 1:16 ("Proposal No. 4"), is approved.

FOR		AGAINST		ABSTAIN		BROKER NON-VOTE	
Number	%	Number	%	Number	%	Number	%
4,894,944	73.9%	40,250	0.61%	189	0.003%	0	N/A

Proposal 5: Approval of the Future Financing Proposal

With respect to the following resolution:

> RESOLVED, the approval, for purposes of complying with applicable Delaware law, the rules and the regulations of the SEC and Nasdaq and BGMS' governing documents, the issuance and sale by BGMS, from time to time during the 24-month period following the Transaction (the "Future Financing"), of shares of Parent Common Stock, warrants to purchase shares of Parent Common Stock and/or other securities exercisable for, convertible into or otherwise linked to Parent Common Stock in one or more financing transactions ("Proposal No. 5"), is approved.

FOR		AGAINST		ABSTAIN		BROKER NON-VOTE	
Number	%	Number	%	Number	%	Number	%
4,177,871	63.1%	65,501	1.54%	1,252	0.019%	690,759	10.4%

Item 9.01 Financial Statements and Exhibits.

Exhibit No.	Description
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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, thereunto duly authorized.

Date: November 20, 2026

Bio Green Med Solution, Inc.

By: */s/ Datuk Dr. Doris Wong Sing Ee*
Name: Datuk Dr. Doris Wong Sing Ee
Title: Chief Executive Officer and Executive Director