

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM D

OMB APPROVAL	
OMB Number:	3235-0076
Estimated average burden hours per response	4.00

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number) [0001642375](#) Previous Names  None Entity Type  Corporation

Name of Issuer [Guardion Health Sciences, Inc.](#)  Limited Partnership

Jurisdiction of Incorporation/Organization [DELAWARE](#)  Limited Liability Company

Year of Incorporation/Organization  General Partnership

Over Five Years Ago  Business Trust

Within Last Five Years (Specify Year)  Other (Specify)

Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer [Guardion Health Sciences, Inc.](#)

Street Address 1 [15150 AVENUE OF SCIENCE, SUITE 200](#) Street Address 2 [SUITE 200](#)

City [SAN DIEGO](#) State/Province/Country [CALIFORNIA](#) ZIP/PostalCode [92128](#) Phone Number of Issuer [858-605-9055](#)

3. Related Persons

Last Name [Favish](#) First Name [Michael](#) Middle Name

Street Address 1 [15150 Avenue of Science](#) Street Address 2 [Suite 200](#)

City [San Diego](#) State/Province/Country [CALIFORNIA](#) ZIP/PostalCode [92128](#)

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name [Weingarten](#) First Name [Robert](#) Middle Name

Street Address 1 [15150 Avenue of Science](#) Street Address 2 [Suite 200](#)

City [San Diego](#) State/Province/Country [CALIFORNIA](#) ZIP/PostalCode [92128](#)

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name [Goldstone](#) First Name [Mark](#) Middle Name

Street Address 1 [15150 Avenue of Science](#) Street Address 2 [Suite 200](#)

City [San Diego](#) State/Province/Country [CALIFORNIA](#) ZIP/PostalCode [92128](#)

Relationship:  Executive Officer  Director  Promoter

Clarification of Response (if Necessary):

Last Name [Evans](#) First Name [David](#) Middle Name

Street Address 1  
15150 Avenue of Science  
City  
San Diego  
Relationship:  Executive Officer  Director  Promoter

Street Address 2  
Suite 200  
State/Province/Country  
CALIFORNIA  
ZIP/PostalCode  
92128

Clarification of Response (if Necessary):

Last Name  
Townsend  
Street Address 1  
15150 Avenue of Science  
City  
San Diego  
Relationship:  Executive Officer  Director  Promoter

First Name  
John  
Street Address 2  
Suite 200  
State/Province/Country  
CALIFORNIA  
ZIP/PostalCode  
92128

Middle Name

Clarification of Response (if Necessary):

Last Name  
Roth  
Street Address 1  
15150 Avenue of Science  
City  
San Diego  
Relationship:  Executive Officer  Director  Promoter

First Name  
Vincent  
Street Address 2  
Suite 200  
State/Province/Country  
CALIFORNIA  
ZIP/PostalCode  
92128

Middle Name

Clarification of Response (if Necessary):

#### 4. Industry Group

- Agriculture
- Banking & Financial Services
- Commercial Banking
- Insurance
- Investing
- Investment Banking
- Pooled Investment Fund
- Is the issuer registered as an investment company under the Investment Company Act of 1940?
- Yes  No
- Other Banking & Financial Services
- Business Services
- Energy
- Coal Mining
- Electric Utilities
- Energy Conservation
- Environmental Services
- Oil & Gas
- Other Energy
- Health Care
- Biotechnology
- Health Insurance
- Hospitals & Physicians
- Pharmaceuticals
- Other Health Care
- Manufacturing
- Real Estate
- Commercial
- Construction
- REITS & Finance
- Residential
- Other Real Estate
- Retailing
- Restaurants
- Technology
- Computers
- Telecommunications
- Other Technology
- Travel
- Airlines & Airports
- Lodging & Conventions
- Tourism & Travel Services
- Other Travel
- Other

#### 5. Issuer Size

- Revenue Range OR Aggregate Net Asset Value Range
- No Revenues  No Aggregate Net Asset Value
- \$1 - \$1,000,000  \$1 - \$5,000,000
- \$1,000,001 - \$5,000,000  \$5,000,001 - \$25,000,000

- \$5,000,001 - \$25,000,000  
 \$25,000,001 - \$100,000,000  
 Over \$100,000,000  
 Decline to Disclose  
 Not Applicable

- \$25,000,001 - \$50,000,000  
 \$50,000,001 - \$100,000,000  
 Over \$100,000,000  
 Decline to Disclose  
 Not Applicable

**6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)**

- Rule 504(b)(1) (not (i), (ii) or (iii))  
 Rule 504 (b)(1)(i)  
 Rule 504 (b)(1)(ii)  
 Rule 504 (b)(1)(iii)  
 Rule 505  
 Rule 506(b)  
 Rule 506(c)  
 Securities Act Section 4(a)(5)  
 Investment Company Act Section 3(c)  
 Section 3(c)(1)  
 Section 3(c)(2)  
 Section 3(c)(3)  
 Section 3(c)(4)  
 Section 3(c)(5)  
 Section 3(c)(6)  
 Section 3(c)(7)  
 Section 3(c)(9)  
 Section 3(c)(10)  
 Section 3(c)(11)  
 Section 3(c)(12)  
 Section 3(c)(13)  
 Section 3(c)(14)

**7. Type of Filing**

- New Notice  
 Amendment  
Date of First Sale [2019-03-12](#)  First Sale Yet to Occur

**8. Duration of Offering**

Does the Issuer intend this offering to last more than one year?  Yes  No

**9. Type(s) of Securities Offered (select all that apply)**

- Equity  
 Debt  
 Option, Warrant or Other Right to Acquire Another Security  
 Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  
 Pooled Investment Fund Interests  
 Tenant-in-Common Securities  
 Mineral Property Securities  
 Other (describe)

**10. Business Combination Transaction**

Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?  Yes  No

Clarification of Response (if Necessary):

**11. Minimum Investment**

Minimum investment accepted from any outside investor \$ 0 USD

**12. Sales Compensation**

Recipient Recipient CRD Number  None

(Associated) Broker or Dealer  None

(Associated) Broker or Dealer CRD Number  None

Street Address 1

Street Address 2

City

State/Province/Country

ZIP/Postal Code

State(s) of Solicitation  All States  Non-US/Foreign

- AL  AK  AZ  AR  CA  CO  CT  DE  DC  FL  GA  HI  ID
- IL  IN  IA  KS  KY  LA  ME  MD  MA  MI  MN  MS  MO
- MT  NE  NV  NH  NJ  NM  NY  NC  ND  OH  OK  OR  PA
- RI  SC  SD  TN  TX  UT  VT  VA  WA  WV  WI  WY  PR

**13. Offering and Sales Amounts**

Total Offering Amount      \$ 350,000      USD    or     Indefinite  
 Total Amount Sold            \$ 350,000      USD  
 Total Remaining to be Sold    \$ 0              USD    or     Indefinite

Clarification of Response (if Necessary):

**14. Investors**

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering.

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

**15. Sales Commissions & Finder's Fees Expenses**

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions    \$ 0 USD  Estimate  
 Finders' Fees            \$ 0 USD  Estimate

Clarification of Response (if Necessary):

**16. Use of Proceeds**

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

\$ 0 USD  Estimate

Clarification of Response (if Necessary):

**Signature and Submission**

**Please verify the information you have entered and review the Terms of Submission below before signing and submitting this notice.**

**Terms of Submission**

In submitting this notice, each identified issuer is:

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Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*

- Irrevocably appointing each of the Secretary of the SEC and the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes; or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506 (d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Guardion Health Sciences, Inc.	/s/ Michael Favish	Michael Favish	Chief Executive Officer	2019-04-04

*Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.*

\* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.