

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

Date of Report (date of earliest event reported) April 7, 1997

OXIS INTERNATIONAL, INC.

(Exact Name of Registrant as Specified in Charter)

DELAWARE 0-8092 94-1620407

(STATE OR OTHER (COMMISSION FILE NUMBER) (IRS EMPLOYER
JURISDICTION OF IDENTIFICATION NUMBER)
INCORPORATION)

6040 N. Cutter Circle, Suite 317, Portland, OR 97217

(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES) (ZIP CODE)

Registrant's telephone number, including area code. (503) 283-3911

(FORMER NAME OR FORMER ADDRESS, IF CHANGED SINCE LAST REPORT)

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ITEM 5. OTHER EVENTS

(a) On April 7, 1997, OXIS International, Inc. (the "Company") announced that it had received approval for the admission of its Common Stock for listing on the newly opened French stock market, Le Nouveau Marche. Upon its admission, the Company will be the first NASDAQ listed U.S. company quoted on Le Nouveau Marche, a Paris based stock exchange specifically designed to meet the needs of emerging growth companies. The listing is to occur in connection with an underwritten public offering of the Company's Common Stock in France, anticipated to take place in approximately the next thirty days.

All of the securities mentioned in this report have not been registered under the Securities Act of 1933, as amended. The foregoing securities may not be offered or sold in the United States.

A copy of the press release with respect to the listing of the Company's Common Stock on Le Nouveau Marche is attached as an exhibit to this report.

Certain of the statements made in this report and in the attached press release are forward looking statements that are based on current expectations which involve a number of uncertainties, including the Company's

ability to enter Le Nouveau Marche stock market and consummate the French public offering. The events described herein may not occur in a timely manner, or at all. Accordingly, the Company's future activities may differ materially from those projected in the forward-looking statements.

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ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIAL INFORMATION AND EXHIBITS

(c) Exhibits

99.1 Press Release, dated April 7, 1997

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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.

OXIS INTERNATIONAL, INC.
(Registrant)

Dated: April 17, 1997 By: /s/Jon S. Pitcher

Name: Jon S. Pitcher

Title: Chief Financial Officer and
Vice President

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release dated April 7, 1997.

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OXIS INTERNATIONAL ANNOUNCES APPROVAL OF ADMISSION FOR LISTING
ON FRENCH STOCK MARKET, LE NOUVEAU MARCHE

April 7, 1997 - OXIS International, Inc. announced today that it has received approval of the admission of its common stock for listing on the French Stock Market, Le Nouveau Marche. Upon its admission, OXIS will be the first NASDAQ listed U.S. company quoted on Le Nouveau Marche, a Paris-based stock exchange specifically designed to meet the needs of emerging growth companies. The listing is to occur in connection with an underwritten public offering of OXIS common stock in France, anticipated to take place over approximately the next 30 days. OXIS is headquartered in Portland Oregon, with a French subsidiary, OXIS International, S.A., located outside of Paris.

"This offering represents a major milestone for the Company," stated Chairman, Ray R. Rogers. "The listing and offering give us access to the European capital markets which have shown increasing interest in growth-oriented high technology companies, including drug discovery and development companies such as OXIS."

The Company also announced that it has successfully completed a private placement of debt securities with several of its current investors. This bridge financing is intended to support the Company's operations, pending closure of the secondary offering in France.

OXIS International, Inc. is a drug discovery and diagnostics company focused on the development of novel therapeutic molecules and supportive technologies to treat diseases associated with damage from free radicals and reactive oxygen species (ROS), i.e., diseases of oxidative stress.

All securities mentioned in this press release have not been, and will not be, registered under the Securities Act of 1933, as amended. The foregoing securities may not be offered and sold in the United States, absent registration under the Securities Act or an applicable exemption from such registration requirements.

Certain of the statements contained in this press release are forward-looking statements that are based on current expectations which involve a number of uncertainties, including the Company's ability to enter the Le Nouveau Marche stock market and consummate the French public offering. The events described herein may not occur in a timely manner, or at all. Accordingly, the Company's future activities may differ materially from those projected in the forward-looking statements.

Contact: OXIS International, Inc.
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