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

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**FORM 8-K**

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**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 17, 2021**

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**INTEGRATED WELLNESS ACQUISITION  
CORP**

(Exact name of registrant as specified in its charter)

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**Cayman Islands**  
(State or other jurisdiction  
of incorporation)

**001-41131**  
(Commission  
File Number)

**98-1615488**  
(IRS Employer  
Identification No.)

**148 N Main Street  
Florida, NY 10921**  
(Address of principal executive offices, including zip code)

**Registrant's telephone number, including area code: (845) 651-5039**

**Not Applicable**  
(Former name or former address, if changed since last report)

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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:

- ☐ 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
Units, each consisting of one Class A ordinary share, \$0.0001 par value, and one-half of one redeemable warrant	WEL.U	The New York Stock Exchange
Class A ordinary shares included as part of the units	WEL	The New York Stock Exchange
Redeemable warrants included as part of the units	WEL WS	The New York Stock Exchange

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 8.01. Other Events.

On December 13, 2021, Integrated Wellness Acquisition Corp (the “**Company**”) consummated its initial public offering (the “**IPO**”) of 11,500,000 units (the “**Units**”), including 1,500,000 Units issued pursuant to the full exercise of the underwriters’ over-allotment option. Each Unit consists of one Class A ordinary share of the Company, par value \$0.0001 per share (the “**Class A Ordinary Shares**”), and one-half of one redeemable warrant of the Company (each whole warrant, a “**Warrant**”), with each Warrant entitling the holder thereof to purchase one Class A Ordinary Share for \$11.50 per share, subject to adjustment. The Units were sold at a price of \$10.00 per Unit, generating gross proceeds to the Company of \$115,000,000.

Simultaneously with the closing of the IPO, pursuant to the Sponsor Warrants Purchase Agreement with IWH Sponsor LP, the Company completed the private sale of an aggregate 6,850,000 warrants (the “**Private Placement Warrants**”) at a purchase price of \$1.00 per Private Placement Warrant, generating gross proceeds to the Company of \$6,850,000.

A total of \$117,300,000 (equal to \$10.20 per Unit sold in the IPO), comprised of \$112,700,000 of the proceeds from the IPO (which amount includes \$4,025,000 of the deferred underwriting discount) and \$4,600,000 of the proceeds of the sale of the Private Placement Warrants, was placed in a trust account at J.P. Morgan Chase Bank, N.A. maintained by Continental Stock Transfer & Trust Company, acting as trustee.

An audited balance sheet as of December 13, 2021 reflecting receipt of the proceeds upon consummation of the IPO and the sale of the Private Placement Warrants has been issued by the Company and is included as Exhibit 99.1 to this Current Report on Form 8-K.

## Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
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**SIGNATURE**

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.

**INTEGRATED WELLNESS ACQUISITION CORP**

By: /s/ James MacPherson

Name: James MacPherson

Title: Chief Financial Officer

Dated: December 17, 2021