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

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

For the month of **July 2024**

**Commission File Number 001-41231**

**TC BIOPHARM (HOLDINGS) PLC**

(Translation of registrant's name into English)

**Maxim 1, 2 Parklands Way  
Holytown, Motherwell, ML1 4WR  
Scotland, United Kingdom  
+44 (0) 141 433 7557**  
(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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## INFORMATION CONTAINED IN THIS FORM 6-K REPORT

This current report on Form 6-K is being filed to disclose the home country rule exemption of TC Biopharm (Holdings) PLC (“we”, “our”, “us” or the “Company”) that it intends to disclose in its annual report on Form 20-F for the fiscal year ended December 31, 2024.

As a company incorporated in Scotland that is listed on Nasdaq Capital Market (“Nasdaq”), the Company is subject to Nasdaq corporate governance listing standards. The Company determined it qualified as a foreign private issuer under federal securities laws as of June 28, 2024, the last business day of its most recently completed second fiscal quarter. Under Nasdaq rules, a foreign private issuer may, in general, follow its home country corporate governance practices in lieu of some of the Nasdaq corporate governance requirements. Pursuant to the home country rule exemption set forth under Nasdaq Listing Rule 5615(a)(3), which provides (with certain exceptions not relevant to the conclusions expressed herein) that a Foreign Private Issuer may follow its home country practice in lieu of the requirements of the Nasdaq Marketplace Rule 5600 Series, we elected to be exempt from the requirements of Nasdaq Listing Rules 5605(b)(1), 5605(c), 5605(d)(1), 5605(e)(1), 5620(c) and 5635(a-d).

Addleshaw Goddard LLP, our Scottish counsel, has provided a letter of confirmation, as required by the Nasdaq Stock Market, confirming that the governance practices adopted by the Company, in lieu of those Nasdaq corporate governance requirements where it is electing to follow local country laws and regulations (as referenced above), are compliant with the Laws of Scotland and the Articles of Association of the Company.

Except for the foregoing, there is no significant difference between our corporate governance practices and what the Nasdaq requires of domestic U.S. companies. A copy of the home country rule exemption letter from the Company’s legal counsel is attached hereto as Exhibit 99.1.

### Exhibit

<b>No.</b>	<b>Description</b>
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99.1	<a href="#">Home Country Exemption Letter</a>
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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, thereunto duly authorized.

**TC BIOPHARM (HOLDINGS) PLC**

By: /s/ Martin Thorp

Name: Martin Thorp

Title: Chief Financial Officer

Date: July 1, 2024

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Our reference JACKM/350750-25

28 June 2024

The Directors  
 TC BioPharm (Holdings) plc  
 Maxim 1  
 2 Parklands Way  
 Holytown  
 Motherwell  
 Scotland  
 ML1 4WR

Dear Sirs

**TC BIOPHARM (HOLDINGS) PLC**

We are Scottish counsel to TC BioPharm (Holdings) plc (**Company**), which is incorporated in Scotland with registered number SC713098, United Kingdom. Pursuant to Listing Rule 5615(a)(3), we hereby inform you that we are instructed that the Company has elected to follow Scottish corporate practices in lieu of the requirements of Listing Rule 5600, with the exception of those rules that are required to be followed pursuant to the provisions of Listing Rule 5615(a)(3). We are further instructed that the Listing Rules for which exceptions are requested are 5605(b)(1), 5605(c) (but only to the extent permitted by Listing Rule 5615(a)(3)), 5605(d)(1), 5605(e)(1), 5620(c) and 5635(a-d).

As we have been advised by the Company's US Counsel, the Company is required by Listing Rule 5615(a)(3), to disclose in its annual report on Form 20-F, each requirement of Listing Rule 5600 that it does not follow and describe the home country practice followed in lieu of such requirements.

We hereby confirm that pursuant to the laws of Scotland (excluding for such purposes the rules of any stock exchange in the UK) and the Company's articles of association:

- (a) there is no requirement that the board of directors of the Company be comprised of a majority of board members that are independent, or that the independent members of the board of directors must have regularly scheduled meetings at which only they are present;
- (b) there is no requirement for the Company to have a nominations committee, an audit committee or a compensation committee and if the Company has any such committee, there is no requirement for such committee to comply with any minimum number of the members, or independence requirements of the members;
- (c) where the Company has the relevant authority to allot shares and statutory pre-emption rights have been disapplied each in accordance with the Companies Act 2006, there is no requirement for the Company's shareholders to approve prior to the issuance of securities, including those issuances in connection with: (i) the acquisition of the stock or assets of another company; (ii) equity-based compensation of officers, directors, employees or consultants; (iii) a change of control of the Company; and (iv) transactions such as private placements of the Company's securities; and

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Addleshaw Goddard LLP is a limited liability partnership registered in England and Wales (with registered number OC318149) and is authorised and regulated by the Solicitors Regulation Authority (with authorisation number 440721) and the Law Society of Scotland. A list of members is open to inspection at our registered office, Milton Gate, 60 Chiswell Street, London EC1Y 4AG. The term partner refers to any individual who is a member of any Addleshaw Goddard entity or association or an employee or consultant with equivalent standing based on their experience and/or qualifications.

- (d) that a quorum at a shareholders meeting is achieved if there are present in person or by proxy two shareholders.

Yours faithfully

A handwritten signature in blue ink, appearing to read 'Murray Jack', is positioned below the text 'Yours faithfully'.

**Partner for  
Addleshaw Goddard LLP**

Direct line +44 (0)141 574 2371  
Email [murray.jack@addleshawgoddard.com](mailto:murray.jack@addleshawgoddard.com)