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

FORM 12b-25

NOTIFICATION OF LATE FILING

OMB APPROVAL

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CUSIP NUMBER

(Check one):	[x] Form 10-K [] Form 20-F	[] Form 11-K [] Form 10-Q [] Form 10-D [] Form N-SAR [] Form N-CSR
	For Period Ended: March 31, 20	<u>13</u>
	[] Transition Report on Form 10-	K
	[] Transition Report on Form 20-	F
	[] Transition Report on Form 11-	K
	[] Transition Report on Form 10-	Q
	[] Transition Report on Form N-S	SAR
	For the Transition Period Ended:	
If the notification	For Period Ended: March 31, 2013 Transition Report on Form 10-K	
PART I - REGISTRANT INFORMATION		
VistaGen Thera	peutics, Inc.	Period Ended:March 31, 2013
Full Name of R	egistrant	
Former Name if	f Applicable	
384 Oyster Poir	nt Blvd, No. 8	
		Number)
South San France	cisco, California, 94080	tion (on back page) Before Preparing Form. Please Print or Type. strued to imply that the Commission has verified any information contained herein. ecked above, identify the Item(s) to which the notification relates: umber) sonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should bed in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or all report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or dry report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion
City, State and Z	Zip Code	
PART II - RUI	LES 12b-25(b) AND (c)	
-	-	asonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should
	` '	ribed in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or
[x]	Form N-CSR, o the subject quar	r portion thereof, will be filed on or before the fifteenth calendar day following the prescribed due date; or terly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion

PART III - NARRATIVE

(c)

State below in reasonable detail why Forms 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

VistaGen Therapeutics, Inc. (the "Company") was unable to compile certain information required to prepare a complete filing. As a result, the Company will be unable to file the Annual Report on Form 10-K for the year ended March 31, 2013 in a timely manner without unreasonable effort or expense. The Company expects to file its Annual Report on Form 10-K on or before July 16, 2013.

The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

(Attach extra Sheets if Needed)

PART IV - OTHER INFORMATION

Name and telephone number of person to contact in regard to this notification

	Jerrold D. Dotson		650	244-9990			
	(Name)		(Area Code)	(Telephone Number)			
(2)				1934 or Section 30 of the Investment Company d to file such report(s) been filed? If answer is r			
	• • • • • • • • • • • • • • • • • • • •			Yes[x] No			
(3)	Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?						
	cumings statements to se meature in the s	subject report or portion		Yes[] No[
	If so, attach an explanation of the anticipa estimate of the results cannot be made.	ited change, both narrativ	vely and quantitatively, and, if app	ropriate, state the reasons why a reasonable			
		VistaG	en Therapeutics, Inc.				
		(Name of Regis	trant as Specified in Charter)				
nas o	caused this notification to be signed on its b	ehalf by the undersigned	hereunto duly authorized.				
Date	: July 1, 2013		By: /s/ Jerrold D	Dotson			
			Name: Jerro	ld D. Dotson			

Title: Chief Financial Officer