FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

OMB APPROVAL

hours per response:

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0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* SNODGRASS H. RALPH				2. Issuer Name and Ticker or Trading Symbol VistaGen Therapeutics, Inc. [VTGN]											all appli	icable) or	r 10% Owner			
(Last) (First) (Middle) C/O VISTAGEN THERAPEUTICS, INC. 343 ALLERTON AVENUE					3. Date of Earliest Transaction (Month/Day/Year) 11/20/2019									X Officer (give title Other (specify below) PRES./CHIEF SCIENTIFIC OFFICER						
SCO CA				4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)									. Individual or Joint/Group Filing (Check Applicable ine) X Form filed by One Reporting Person Form filed by More than One Reporting Person						
	Tab	le I - No	n-Deriv	ative	Sec	uritie	s Acc	quired,	Dis	posed o	f, o	r Ben	eficia	lly (Owne	d				
Date					Ex) if a	ecution Date, ny		Transaction		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)		(A) or 3, 4 and	and Securiti Benefic Owned		es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
								Code	v	Amount		(A) or (D) Pri		Transaction(s) (Instr. 3 and 4)				(111341. 4)		
Common Stock 11/20				2019				P		15,000		A	\$0.34		15,000				By H. Ralph Snodgrass Living Trust, dated 10/2/2008	
Common Stock															62	,724		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
Derivative Conversion Date Executio Security or Exercise (Month/Day/Year) if any			Date, Code (Ins		nstr.	of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	Expiration (Month/I	on Dat	te ear)	Am Sec Und Der Sec and	Amount of Securities Underlying Derivative Security (Instr. and 4) Amou or Numb of		Der Sec	Derivative Security	derivative Securities Beneficially Owned Following Reported		Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)		
	(Fir TAGEN TH LERTON AV SAN SCO (State Stock Sto	GRASS H. RALPH (First) (I TAGEN THERAPEUTICS, ERTON AVENUE SAN SCO CA 9 (State) (3 Tab Security (Instr. 3) Stock Tab Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) TAGEN THERAPEUTICS, INC. ERTON AVENUE SAN SCO CA 94080 (State) (Zip) Table I - No Security (Instr. 3) Stock Table II - Conversion or Exercise Price of Derivative (Month/Day/Year) Table II - 2. Conversion or Exercise Price of Derivative (Month/Day/Year) Stock 3. Transaction Date Executior if any (Month/Day/Year)	GRASS H. RALPH (First) (Middle) TAGEN THERAPEUTICS, INC. ERTON AVENUE SAN SCO CA 94080 (State) (Zip) Table I - Non-Derive (Month/D) Security (Instr. 3) Stock Table II - Derivat (e.g., puter of perivative security 2. Transaction Date (Month/Day/Year) Price of Derivative Security Stock 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) TAGEN THERAPEUTICS, INC. ERTON AVENUE Table I - Non-Derivative Security (Instr. 3) Stock Table II - Derivative Security (Lostra Stock Table II - Derivative Security (Lostra Stock) Stock Table II - Derivative Security (Lostra Stock) Table II - Derivative Security (Lostra Stock) Stock Table II - Derivative Security (Lostra Stock) Stock Table II - Derivative Security (Lostra Stock) All Middle) 11/20/2019	(First) (Middle) TAGEN THERAPEUTICS, INC. ERTON AVENUE SAN SCO CA 94080 (State) (Zip) Table I - Non-Derivative Sec (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Secure, puts, calls, (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, and calls, if any (Month/Day/Year) (Month/Day/Year) Stock 2. Transaction Date (month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Secure, puts, calls, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Secure, (e.g., puts, calls, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First) (Middle) TAGEN THERAPEUTICS, INC. ERTON AVENUE Table I - Non-Derivative Securities (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warr Conversion or Exercise Price of Derivative Security (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) A. If Amendment, 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warr A. Transaction Code (Instr. 8) Stock Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Stock A. Transaction Code (Instr. 8) Stock Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Stock A. Transaction Code (Instr. 8) Stock Stock Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Stock A. Transaction Code (Instr. 8)	VistaGen Therap VistaGen Therap VistaGen Therap VistaGen Therap 3. Date of Earliest Transatin/1/20/2019 3. Date of Earliest Transatin/1/20/2019 4. If Amendment, Date of Execution Date (Month/Day/Year) Stock Table I - Non-Derivative Securities Acquired (e.g., puts, calls, warrants, (Month/Day/Year) Stock Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	Circle Conversion Conversion Conversion Conversion Conversion Conversion Conversion Cescurity Conversion Cescurity Cescurity	Conversion of Exercise of Derivative Security Stock Stoc	VistaGen Therapeutics, Inc. VTGN	VistaGen Therapeutics, Inc. VTGN	Conversion of Exercise Price of Derivative Securities Acquired, Disposed of, Or Benefic (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)	Conversion Con	Check Code Code	VistaGen Therapeutics, Inc. VTGN Check call appli X Direct X Office Delow PRES./C	VistaGen Therapeutics, Inc. [VTGN] Check all applicable X Director X Direct	VistaGen Therapeutics, Inc. VTGN Check all applicable X Director X Direct	Check all applicable X Director 10% Code Y Dir	

Explanation of Responses:

/s/ Jerrold D. Dotson, Attorney-11/21/2019

in-Fact ** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.

^{*} If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).