UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 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): June 8, 2022

#### VistaGen Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction of incorporation)

000-54014 (Commission File Number)

20-5093315 (IRS Employer Identification Number)

343 Allerton Ave.

South San Francisco, California 94090 (Address of principal executive offices)

(650) 577-3600

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report)

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
Common Stock, par value \$0.001 per share	VTGN	Nasdaq Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR 230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR 240.12b-2)

Emerging Growth Company  $\Box$ 

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 7.01 Regulation FD Disclosure.

On June 8, 2022, VistaGen Therapeutics, Inc. (the "Company") began utilizing a new corporate presentation, a copy of which is attached to this Current Report on Form 8-K as Exhibit 99.1.

The information in Item 7.01 of this Current Report on Form 8-K, including the information set forth in Exhibit 99.1, is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "*Exchange Act*"), nor shall Exhibit 99.1 filed herewith be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

#### Item 9.01 Financial Statements and Exhibits.

#### (d) Exhibits Index

 Exhibit No.
 Description

 99.1
 VistaGen Therapeutics, Inc. Corporate Presentation, dated June 2022

 104
 Cover Page Interactive Data File (embedded within the Inline XBRL document)

#### Signatures

By:

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.

VistaGen Therapeutics, Inc.

Date: June 8, 2022

/s/ Shawn K. Singh Shawn K. Singh Chief Executive Officer



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## A Visionary Approach to Mental Health Care

## **Corporate Presentation**

June 2022



Looking beyond the standard of care for anxiety, depression and other CNS disorders

### Forward-Looking Statements

This presentation contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements involve known and unknown risks that are difficult to predict and include all matters that are not historical facts. These forward-looking statements include information concerning the impact of the COVID-19 pandemic, our product candidates, development efforts, collaborations, intellectual property, financial condition, plans, development programs, prospects or future events and involve known or unknown risks that are difficult to predict. In some cases, you can identify forward-looking statements by the use of words such as "may," "could," "expect," "project," "outlook," "strategy," "intend," "plan," "seek," "anticipate," "believe," "estimate," "predict," "potential," "strive," "goal," "continue," "likely," "will," "would" and variations of these terms and similar expressions, or the negative of these terms or similar expressions. Such forward-looking statements are necessarily based upon estimates and assumptions that, while considered reasonable by us and our management, are inherently uncertain.

Our actual results or developments may differ materially from those projected or implied in these forward-looking statements. Factors that may cause such a difference include, without limitation, risks and uncertainties relating to the impact of the COVID-19 pandemic; market conditions; the impact of general economic, industry or political conditions in the United States or internationally; adverse healthcare reforms and changes of laws and regulations; manufacturing and marketing risks, including risks related to the COVID-19 pandemic, which may include, but are not limited to, unavailability of or delays in delivery of raw materials for manufacture of our CNS drug candidates and difficulty in initiating or conducting clinical trials; inadequate and/or untimely supply of one or more of our CNS drug candidates to meet demand; entry of competitive products; and other technical and unexpected hurdles in the development, manufacture and commercialization of our CNS drug candidates; and the risks more fully discussed in the section entitled "Risk Factors" in our most recent Annual Report on Form 10-K for the year ended March 31, 2021, and in our most recent Quarterly Report on Form 10-Q for the quarter ended December 31, 2021, as well as discussions of potential risks, uncertainties, and other important factors in our other filings with the U.S. Securities and Exchange Commission (SEC).

Our SEC filings are available on the SEC's website at www.sec.gov. Given these uncertainties, you should not place undue reliance on these forward-looking statements, which apply only as of the date of this presentation and should not be relied upon as representing our views as of any subsequent date. We explicitly disclaim any obligation to update any forward-looking statements, other than as may be required by law. If we do update one or more forward-looking statements, no inference should be made that we will make additional updates with respect to those or other forward-looking statements.

VistaGen

## Our Vision: Radically Improve Mental Health Care - One Mind at a Time™



Differentiated clinical-stage CNS drug candidates



New MOAs bringing value to patients, physicians, and payers



Targeting large anxiety, depression and neurology markets





Strong balance sheet and institutional shareholder base

VistaGen: A VISIONARY APPROACH TO MENTAL HEALTH CARE



Numerous potential catalysts in 2022 and beyond

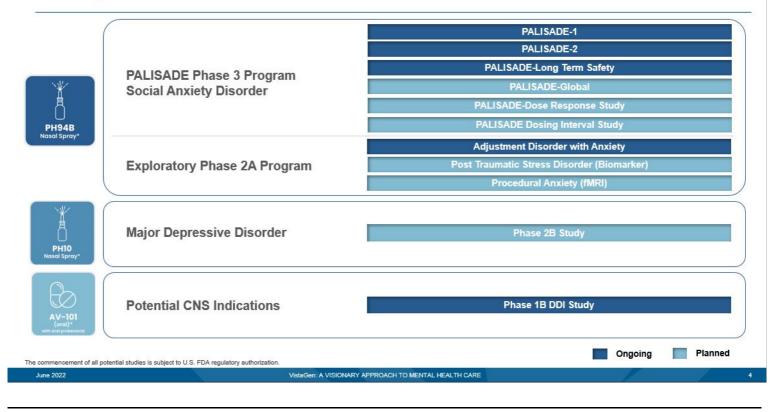


Experienced leadership to execute through commercialization



June 2022

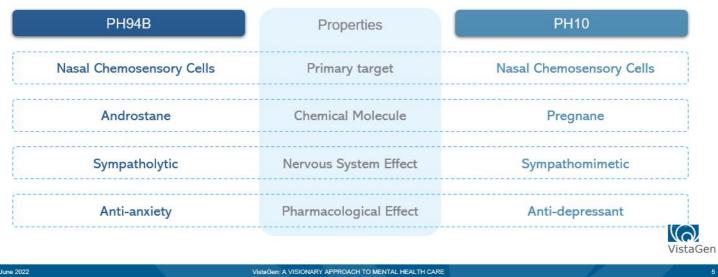
## **Our Pipeline**



### PH94B vs. PH10 – Similar but Different

PH94B and PH10 are chemically distinct but physiologically similar.

#### Both bind to nasal chemosensory receptors, but each activates different nasal chemosensory neurons and interneurons resulting in different pharmacological effects.



June 2022



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# PH94B

for Social Anxiety Disorder



Looking beyond the standard of care for anxiety, depression and other CNS disorders

### Social Anxiety Disorder is a debilitating mental health condition

#### SAD is more than just shyness. It is a serious and disabling disorder characterized by ....

In everyday social or performance situations

Debilitating emotional and physical symptoms

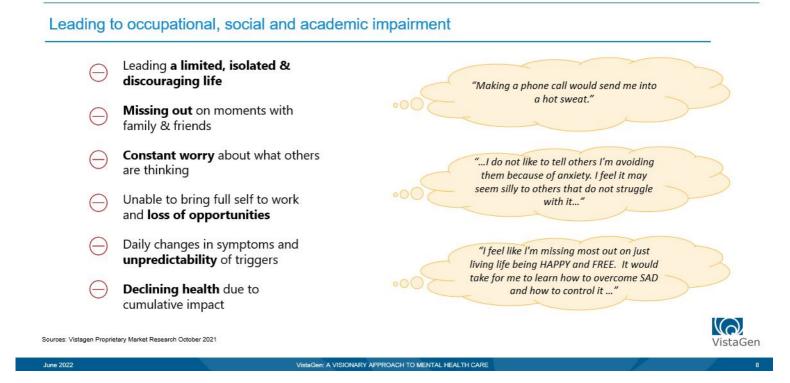


VistaGen: A VISIONARY APPROACH TO MENTAL HEALTH CARE

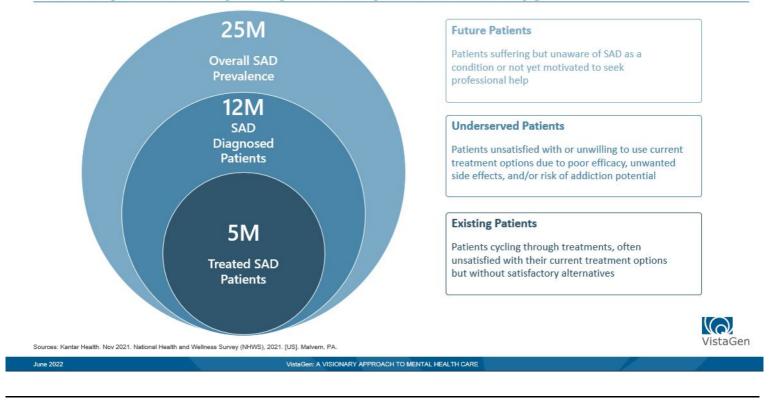
Sources: ADAA Social Anxiety Brochure 2021; Social anxiety disorder - Symptoms and causes - www.mayoclinic.org

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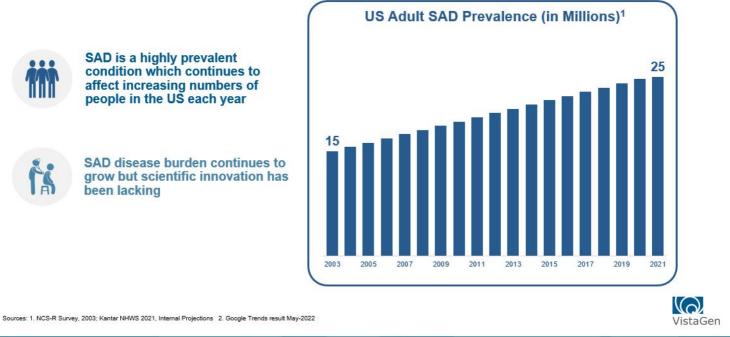
## Social Anxiety Disorder impacts multiple facets of patient lives



# Social Anxiety Disorder affects ~10% of the US population, with only ~20% of patients helped by current pharmacotherapy



# It has been ~2 decades since a new/novel therapy was approved for treatment of Social Anxiety Disorder



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## **Current Standard of Care for Social Anxiety Disorder is Inadequate**

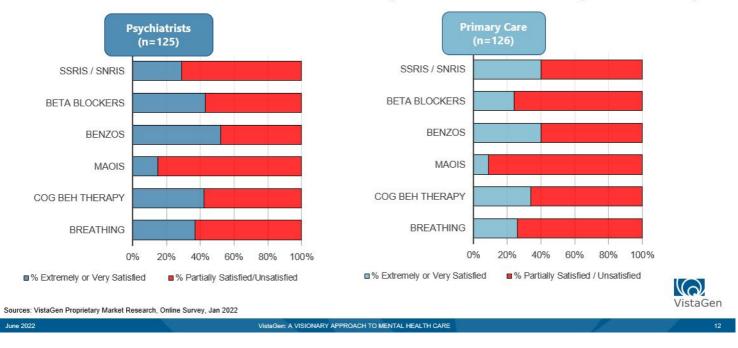
Drug	Fast Acting	No Systemic Absorption	No Long-Term Side Effects (Sexual dysfunction etc.)	Non-Sedating	No Cognitive/ Motor Impairment	No Withdrawal Syndrome	No Abuse Potential
FDA Approved (SSRIs/SNRIs: sertraline, paroxetine, venlafaxine)	•	•	•			•	
Off-Label* (benzodiazepines)		•	•	•	•	•	0
Preferred Novel SAD Therapy							

\* Beta blockers are sometimes used in subjects with performance anxiety for reducing physical symptoms such as rapid heart rate, however they do not address psychic anxiety. They are also contraindicated in patients with depression and asthma and can cause physical side effects such as dry mouth, fatigue, nausea, cold extremities, dizziness, or fainting



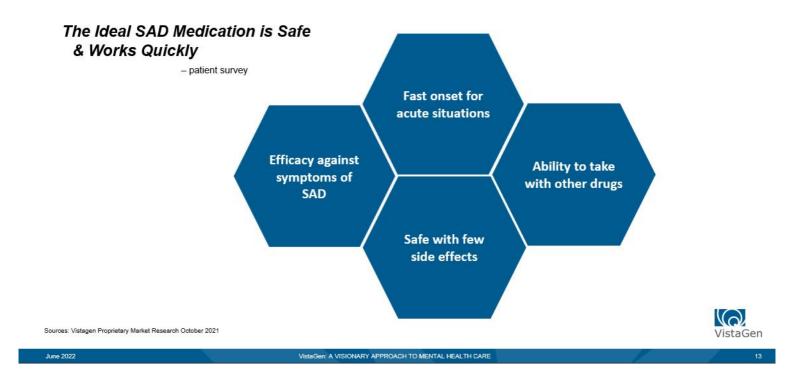
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## Physician satisfaction with current therapies is modest, leaving significant opportunity for new, differentiated therapies



#### Satisfaction with current treatments for ACUTE episodes of SAD from a large online survey

## SAD patients desire new treatment options to fill unmet needs



## PH94B has potential to be 1st FDA-approved fast-acting, acute treatment of SAD

ACH TO MENTAL HEALTH CARE

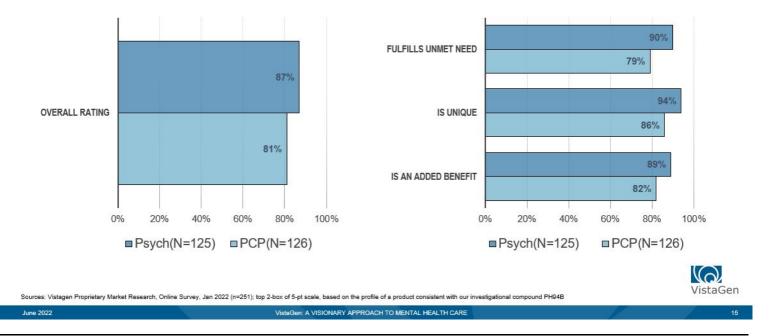




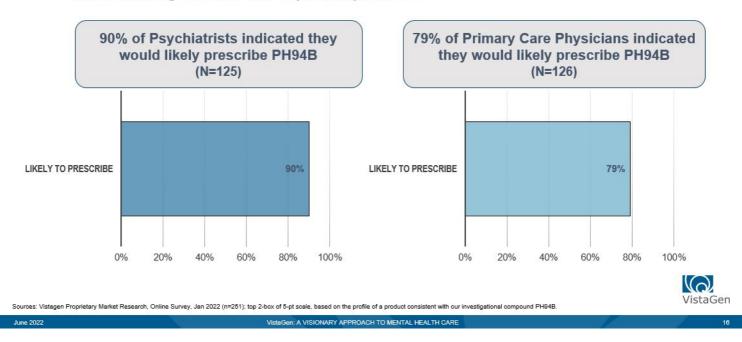
PH94B is a novel synthetic neuroactive steroid nasal spray

# PH94B is rated highly by physicians and recognized as a potentially valuable and differentiated approach to treating acute episodes of SAD

Physician assessment of a blinded PH94B product profile from a large online survey of 251 respondents



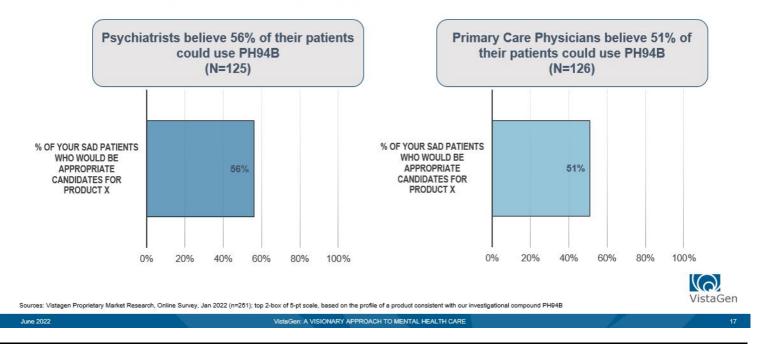
## Physicians indicate very high intent to prescribe PH94B for SAD



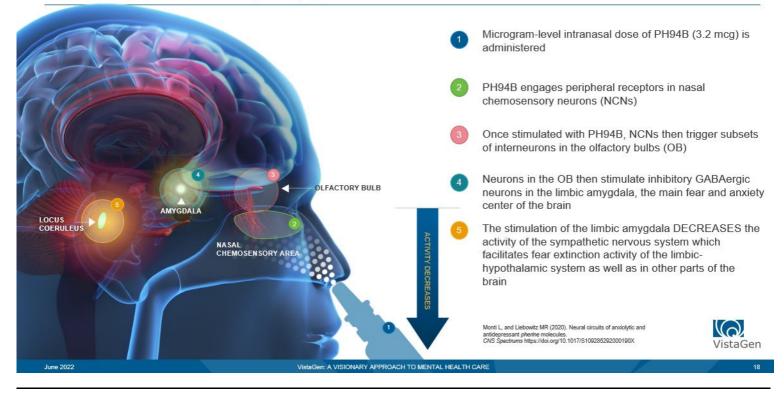
#### After reviewing a blinded PH94B product profile ...

## Physicians believe that PH94B would be appropriate for the majority of their SAD patients





#### рн94в Novel MOA via olfactory-amygdala circuit



#### Рн94в Positive Phase 1 Data

Sympa	Sympatholytic effects observed in healthy volunteers after PH94B administration				
	Design: Three similarly designed Phase 1 studies in healthy volunteers				
ŶŶŶ ŶŶŶŶŶ	Target Enrollment: N = 64, 32 male & 32 female				
ÅÅ	Dose administered: 0.2 $\mu g$ to 0.4 $\mu g$ locally and topically using an experimental nasal spray device				
<b>G</b>	<b>Results:</b> PH94B transiently reduced all the physiologic biomarkers (Respiratory rate, heart rate and electrodermal activity) in all three studies				
<b>B</b>	Implications: Data suggest that PH94B has the potential for anxiolytic activity via modulation of CNS mechanisms				

<sup>1</sup> Multifunctional Miniprobe ®; L. Monti US Patent 5,303,703

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Physiologic biomarkers showed transiently reduced autonomic nervous system activity after intranasal administration of PH94B in normal healthy volunteers



#### PH94B Highly Significant Phase 2 Data in Social Anxiety Disorder

NARY APPROACH TO MENTAL HEALTH CARE

- Phase 2B randomized, double-blind, placebocontrolled multi-center study (n=91)
- Study uniquely designed to assess the efficacy of a fast-acting drug for social anxiety disorder in an acute anxiety setting
- Stressors included both public speaking and social interaction challenges



#### Primary efficacy endpoints:

- Change in Subjective Units of Distress Scale (SUDS) scores from baseline vs. placebo
- ✓ Met primary efficacy endpoints
  - ✓ p=0.002 for public speaking challenge
  - ✓ p=0.009 for social interaction challenge
- ✓ Very well-tolerated

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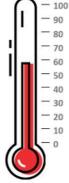


PH94B demonstrated potential to be a novel, fast-acting, well-tolerated acute treatment of anxiety in adults with SAD

### Subjective Units of Distress Scale (SUDS) is the ideal scale to measure acute anxiety in the moment of a stressful event

#### The SUDS scale measures the patient's self-reported intensity of anxiety and/or distress at a point in time

 Patients are asked to rate their current level of anxiety/distress on a scale of 0-100



- 100 Highest anxiety/distress that you have ever felt
- 90 Extremely anxious/distressed
  - 80 Very anxious/distressed; can't concentrate
  - 70 Quite anxious/distressed; interfering with functioning
  - 60 Moderate-to-strong anxiety or distress
     50 Moderate anxiety/distress; uncomfortable, but can still function
    - 50 Moderate anxiety/distress; uncomfortable, but can still functio
  - 40 Mild-to-moderate anxiety or distress
  - 30 Mild anxiety/distress; no interference with functioning
  - 20 Minimal anxiety/distress
  - 10 Alert and awake, concentrating well
    - No distress; totally relaxed

#### The SUDS scale is the primary endpoint for PH94B Phase 2 and Phase 3 trials

- SUDS has become the standard for acute measurement of anxiety, now leveraged in several ongoing clinical trials
- SUDS captures patient-reported rather than investigator-reported outcomes
- LSAS is used as inclusion criteria given its focus on the past two weeks, and is used to diagnose and measure the severity of SAD over longer periods of time

(a)

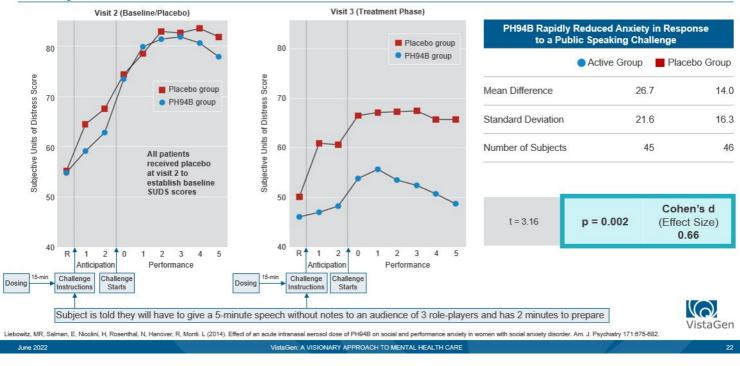
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Oxford Clinical Psychology. © Oxford University Press, 2014

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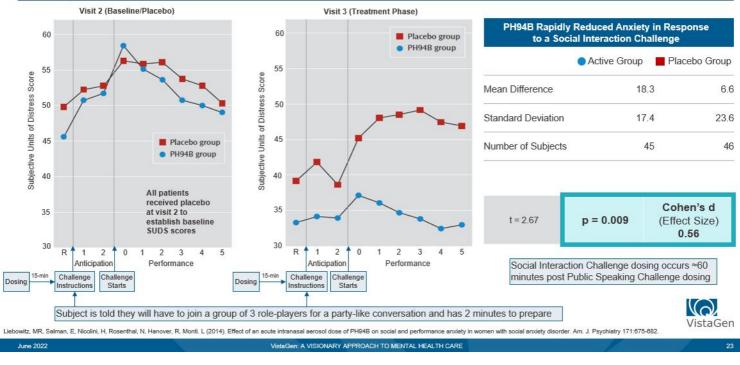
#### PH94B Phase 2 SAD Study — Public Speaking Challenge (n = 91)

Minute-by-Minute SUDS Scores



#### PH94B Phase 2 SAD Study — Social Interaction Challenge (n = 91)

Minute-by-Minute SUDS Scores



A Sector Contraction of the	SADE-1 and PALISADE-2 Phase 3 SAD Studies	
Acute	Treatment of Anxiety for Adults with Social Anxiety Disorder Principal Investigator: Dr. Michael Liebowitz, Columbia University	
- P	<b>Objectives:</b> Evaluate efficacy, safety, and tolerability of PH94B for the acute treatment of anxiety in adults with social anxiety disorder	If successful, intended to support
E®,	<b>Study design:</b> U.S. randomized, multi-center, double-blind, placebo- controlled clinical trials	PH94B US NDA submission for acute treatment of anxiety
Ĩ	Primary Endpoint: Change in SUDS scores from baseline vs. placebo	in adults with SAD
ኯ፟፟፟፟፼፟ኯ ቝ፟ኯ፟ቝ፟፟፟ቝ፟	Target enrollment: N = 208	
*	PALISADE-1: Initiated mid-2021; topline results expected mid-2022	
**	PALISADE-2: Initiated Q3 2021; topline results expected 2H 2022	VistaGen ————
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## PH94B – Potential Opportunities Beyond Social Anxiety Disorder

Ô	Adjustment Disorder	Prevalence:	Current treatment paradigm lacks major studies to support pharmacotherapy. A need exists for evidence based clinical interventions for adjustment disorder	
	Post Traumatic Stress Disorder	Prevalence:	A minority of PTSD patients (< 30%) achieve full remission, leaving unmet need for new effective and preventive medications	
	Procedural Anxiety	Prevalence:	Current treatment options come with safety issues & variable efficacy and are not ideal for many patients and procedural situations	
	Post-partum Anxiety	Prevalence:	Drugs are prescribed that are approved for the general population, but none are ideal for the needs of new mothers.	
	Panic Disorder	Prevalence:	Treatments lack consistent symptom control, with bother-some side effects and risk of abuse. Options do not provide acute symptomatic relief	
0.5 States Sec. 2014	these indications is theoretical. VistaGen has 009, 2. <u>Reismnan et al, 2016</u> , 3. <u>Antonin et a</u>		emonstrate efficacy of our investigational product for such potential uses. al. 2019.	VistaGen
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## PH10

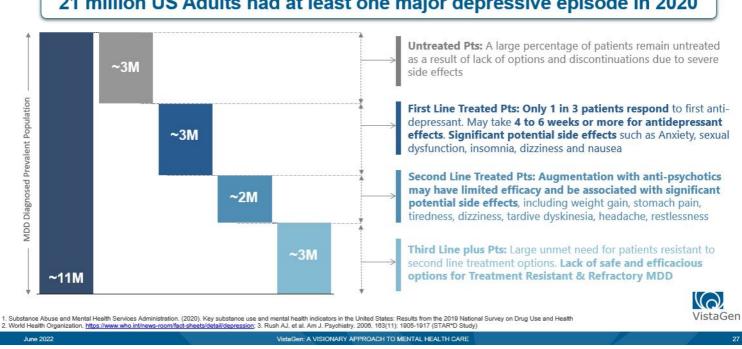
## for Major Depressive Disorder



Looking beyond the standard of care for anxiety, depression and other CNS disorders

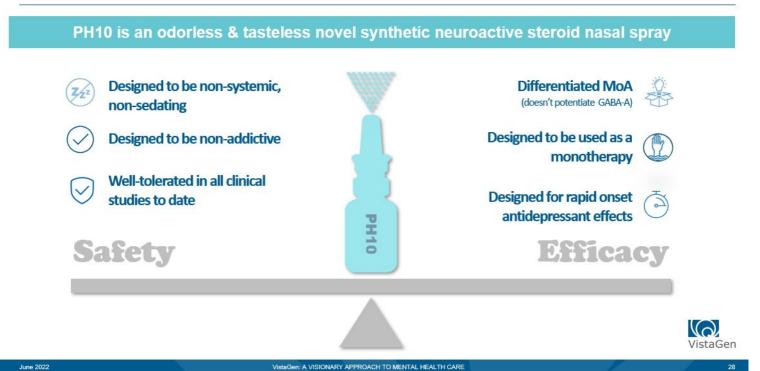
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## Significant Unmet Need in Major Depressive Disorder (MDD)

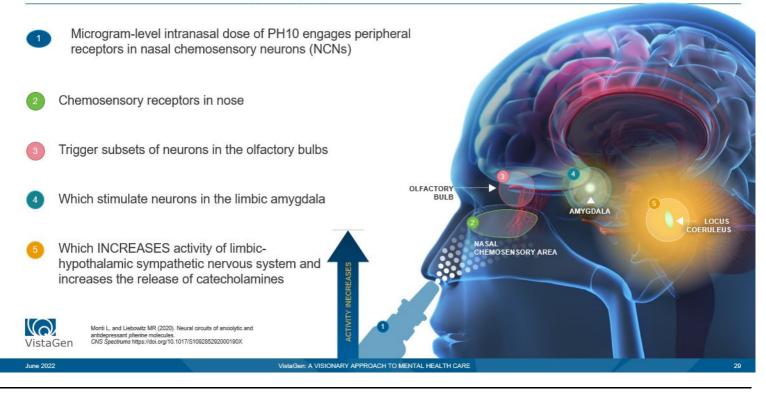


## 21 million US Adults had at least one major depressive episode in 2020

### PH10 is a potential stand-alone treatment for Major Depressive Disorder



#### PH10 Novel MOA via olfactory-amygdala circuit



<mark>РН10</mark> Anti	depressant Effects in Exploratory Phase 2A Study	
	<b>Study design:</b> Phase 2A randomized, double-blind, placebo-controlled, parallel design POC clinical study	
ÅÅ	<b>Dose administered:</b> 3.2 mcg or 6.4 mcg of PH10 or placebo given intranasally 2 times per day, every day for 8 weeks	
ŶŶŶ ŶŶŶŶŶ	Target enrollment: N = 30	e

Primary Endpoint: Change in HAM-D-17 scores from baseline compared to

Results: 6.4 mcg dose significantly reduced depressive symptoms as early as

Safety: Well-tolerated, no dissociative side effects or serious adverse events

one week based on HAM-D-17 scores compared to placebo (p=0.022)

Implications: Supports advancement to Phase 2B clinical development Monti, L., Nicolini, H., Liebowitz, M., & Hanover, R. (2019). "A Placebo Controlled Trial of PH10: Test of a New Rapidly Acting Intranasally Administered Antidepressant." Br J Phar Med Res 4(6): 2157-2168.

Rapid-onset antidepressant effects with PH10 observed in MDD patients with minimal side effects

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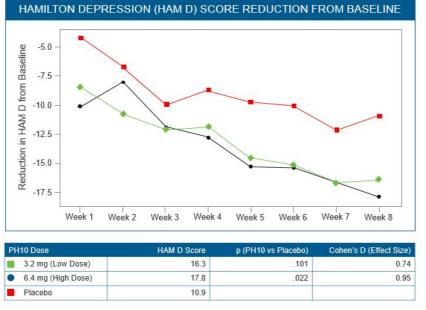
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05

placebo

observed

#### PH10 Phase 2A MDD Study (n = 30)



6.4 mcg dose produced rapid-onset and sustained antidepressant effects in MDD patients with minimal side effects

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Monti, L., Nicolini, H., Liebowitz, M., & Hanover, R. (2019). "A Placebo Controlled Trial of PH10: Test of a New Rapidly Acting Intranasally Administered Antidepressant." Br J Phar Med Res 4(6): 2157-2168.

June 2022

## PH10 - Potential Opportunities Beyond Major Depressive Disorder

	Treatment Resistant Depression	Prevalence:	Treatment lacks consistent symptom control, bother-some side effects and tolerance, and risk of abuse. Options do not provide acute symptomatic relief
	Post Partum Depression	Prevalence:	Concern of PPD treatments is high among patients; non- systemic options are needed especially for breastfeeding mothers
Y	Suicidal Ideation	Prevalence: ~12M	Suicidal Ideation is undertreated and lacks awareness outside of comorbid diagnosis. Overall HCPs lack understanding of suicidal antecedent validators and skills for suicide risk assessments

The efficacy of PH10 for these indications is theoretical. VistaGen has not conducted clinical trials that could demonstrate efficacy of our investigational product for such potential uses.

Sources: 1. Results from the 2019 National Survey on Drug Use and Health; 2. Zhdanava M, et al. J Clin Psychiatry. 2021;82(2):20m13899; 3. Wang, Zet al, Transl Psychiatry 11, 543 (2021); 4. Cox EQ, et al. J Clin Psychiatry. 2016;77(9):1189 1200; 5. Piscopo K, et al, 2016 6. Bommersbach TJ, et al, JAMA Psychiatry. 2022;79(3):219–231.

June 2022



## AV-101

VistaGen<sub>\*</sub>

www.vistagen.com

for Multiple CNS Disorders



Looking beyond the standard of care for anxiety, depression and other CNS disorders

#### AV-101 For Multiple CNS Disorders

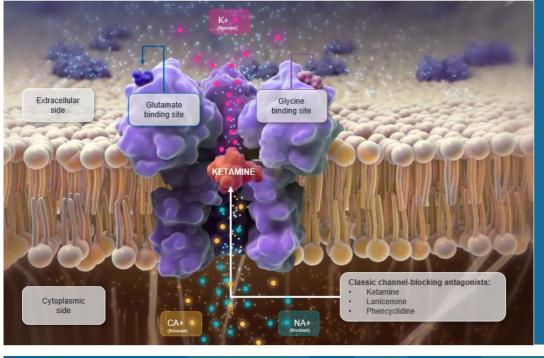
Designed to Inhibit (but not block) NMDA Receptor Activity

- Oral prodrug of 7-CI-KYNA, a potent and selective full antagonist at the glycine site of the NMDA receptor
- · Well-tolerated in all clinical studies to date
- Two positive preclinical studies show increased brain concentrations of 7-CI-KYNA when administered in combination with FDA-approved probenecid
- Assessing go forward opportunities in a DDI study in combination with probenecid
- FDA Fast Track designations for adjunctive treatment of MDD and treatment of neuropathic pain



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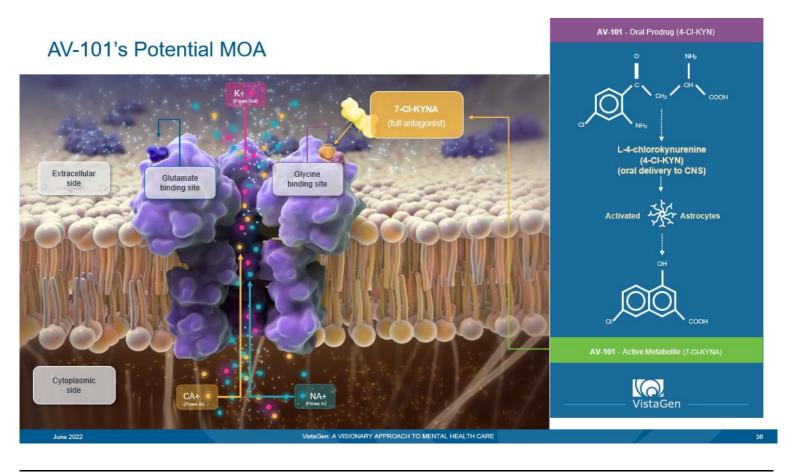
## **Ketamine Therapy**



Ketamine completely blocks the ion channel of NMDAR, causing undesirable safety concerns

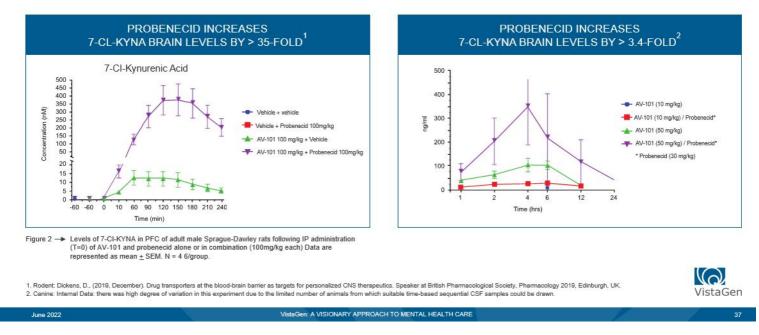
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### AV-101 + Probenecid

#### Recent Preclinical Data Demonstrate Substantial Increases in Brain Concentrations of 7-CI-KYNA



## Dynamic Leaders Driving Innovative Treatments for Mental Health

#### Positioning VistaGen for Near-Term Success



### **Distinguished Clinical and Regulatory Advisors**



#### Maurizio Fava, M.D.

Professor of Psychiatry, Harvard Medical School; Director, Division of Clinical Research, Massachusetts General Hospital (MGH) Research Institute; Executive Director, MGH Clinical Trials Network and Institute



#### Sanjay Mathew, M.D.

Associate Professor of Psychiatry and Behavioral Sciences, Marjorie Bintliff Johnson and Raleigh White Johnson; Jr. Chair for Research in Psychiatry and Menninger Department of Psychiatry & Behavioral Sciences, Baylor College of Medicine



#### Thomas Laughren, M.D.

Director (retired), U.S. Food and Drug Administration (FDA) Division of Psychiatry Products, Office of New Drugs, Center for Drug Evaluation and Research (CDER)



#### Gerard Sanacora, Ph.D., M.D.

Professor of Psychiatry, Yale School of Medicine; Director, Yale Depression Research Program; Scientific Director, Yale-New Haven Hospital Interventional Psychiatry Service

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MRN

COLUMBIA COLUMBIA UNIVERSITY DEPARTMENT OF PSYCHIATRY

#### Michael Liebowitz, M.D.

Professor of Clinical Psychiatry, Columbia University; Managing Director and Founder, The Medical Research Network, LLC; Director (retired), Anxiety Disorders Clinic at the New York State Psychiatric Institute





#### Mark Wallace, M.D.

Professor of Clinical Anesthesiology, Chair of the Division of Pain Medicine, Medical Director and Director at the University of California, San Diego



39

June 2022



Healthy minds create healthy communities, and we are innovating to change the trajectory of global mental health care...

One Mind at a Time™