
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): December 10, 2015

RELMADA THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Nevada

(State or other jurisdiction
of incorporation)

333-184881

(Commission File Number)

45-5401931

(IRS Employer
Identification No.)

757 Third Avenue, Suite 2018

New York, NY

(Address of principal executive offices)

10017

(Zip Code)

Registrant's telephone number, including area code **(212) 376-5742**

N/A

(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 (see General Instruction A.2. below):

- 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))
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Item 8.01. Other Events

On December 11, 2015, Relmada Therapeutics, Inc. (the “Company”) announced that, on December 10, 2015, the U.S. District Court for the District of Nevada (the “Court”) issued a temporary restraining order and associated injunction (the “Order”) to enjoin Laidlaw & Company (UK) Ltd. and its two principals, Matthew Eitner and James Ahern (collectively, the “Defendants”), from “continuing to disseminate false and misleading proxy materials.”

Under the terms of the Order, Defendants, among other things, “immediately must retract or correct its false and misleading proxy materials.” If Defendants choose to correct their false and misleading proxy materials, they must “disclose that they missed the advance notice deadline for stockholders to validly nominate Relmada directors at the 2015 annual meeting,” “disclose that there are only two seats up for election on Relmada’s Board at the 2015 annual meeting,” “disclose that the Board of Directors has the sole authority to set the size of the Board,” and “disclose that the corporate actions taken by Relmada’s current Board and stockholders that Defendants’ label as ‘entrenchment’ all were authorized under Relmada’s articles of incorporation, bylaws, and Nevada law.”

The Company previously filed a lawsuit with the Court on December 9, 2015 alleging, among other things, that the press release issued by Defendants on December 4, 2015, which was subsequently filed with the Securities and Exchange Commission (“SEC”) on Schedule 14A, contains material misrepresentations and omissions in violation of federal securities law. In addition to violating Rule 14a-9 of the Securities Exchange Act of 1934, which provides that no solicitation of stockholders may be made any false or misleading statement, the lawsuit argues that the Laidlaw solicitation materials also conflict with Relmada’s Articles of Incorporation and Bylaws, as well as Nevada law. Under the lawsuit, the Company filed a motion for a temporary restraining order seeking to, among other things, enjoin Defendants from continuing to disseminate false and misleading information in direct violation of federal securities laws, including applicable proxy laws. The lawsuit also sought to enjoin Laidlaw from soliciting proxies from Relmada stockholders under false and misleading pretenses, and to correct the misinformation it has already issued.

The Order will expire on December 22, 2015, when the parties will appear for a hearing before the Court.

These matters were announced in a press release issued December 11, 2015, which is attached hereto as Exhibit 99.1. The Order is attached hereto as Exhibit 99.2.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release
99.2	Temporary Restraining Order

SIGNATURES

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.

Dated: December 11, 2015

RELMADA THERAPEUTICS, INC.

By: /s/ Sergio Traversa

Name: Sergio Traversa

Title: Chief Executive Officer



U.S. Federal Court Issues Temporary Restraining Order Against Laidlaw & Company and its Principals Matthew Eitner and James Ahern

Court Issues Temporary Restraining Order and Associated Injunction to Prevent Laidlaw's Continued Dissemination of False and Misleading Statements and to Protect Interests of Relmada Stockholders

NEW YORK, December 11, 2015 - Relmada Therapeutics, Inc. (OTCQB: RLMD) ("Relmada" or the "Company"), a clinical-stage company developing novel therapies for the treatment of chronic pain, today announced that the U.S. District Court for the District of Nevada has issued a temporary restraining order and associated injunction (the "Order") to enjoin Laidlaw & Company (UK) Ltd. and its principals, Matthew Eitner and James Ahern, from "continuing to disseminate false and misleading proxy materials."

The Court order was issued in response to the previously announced lawsuit that Relmada filed against Laidlaw and Messrs. Eitner and Ahern as a result of their dissemination of materially false and misleading information in Laidlaw's attempt to take effective control of Relmada. Laidlaw, an investment brokerage firm, previously served as an investment banker to Relmada. Laidlaw and its principals have a history of violating U.S. financial regulations, which has resulted in numerous customer complaints, regulatory sanctions and monetary penalties.

"We are pleased that the Court recognized the merits of our request and issued this order," said Sergio Traversa, Chief Executive Officer of Relmada. "We would prefer to focus our attention and resources on the continued development of Relmada's product portfolio, including the development of BuTab, for which we recently announced positive study results. However, we do not believe that it is in our stockholders' best interest to give effective control of the Company to Laidlaw and that doing so would be value destructive. This belief is evidenced by the adverse consequences related to our uplisting to NASDAQ due to the actions of Laidlaw's principals, Messrs. Eitner and Ahern, and their previous hand-picked director Dr. Nabil Yazgi, which are detailed in our December 7 press release. We believe Laidlaw's interests are very different from all other Relmada stockholders, and we will continue to take all appropriate actions to protect the Company and the interests of all Relmada stockholders."

In issuing the Order, the Court found that "Relmada is likely to succeed on the merits because the False Solicitation contains material misstatements and omissions" and that "Relmada and its stockholders will suffer irreparable harm if [Laidlaw and its principals] are not enjoined from continuing to disseminate false and misleading proxy materials and required to retract or correct those materials."

The Order will expire on December 22, 2015, when the parties will appear for a hearing before the Court.

The Order will be made available on Form 8-K, which will be filed with the Securities and Exchange Commission.

Relmada Therapeutics
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About Relmada Therapeutics, Inc.

Relmada Therapeutics is a clinical-stage, publicly traded specialty pharmaceutical company developing novel versions of proven drug products together with new chemical entities that potentially address areas of high unmet medical need in the treatment of pain. The Company has a diversified portfolio of four lead products at various stages of development including d-Methadone (REL-1017) its N-methyl-D-aspartate (NMDA) receptor antagonist for neuropathic pain; topical mepivacaine (REL-1021), its orphan drug designated topical formulation of the local anesthetic mepivacaine; oral buprenorphine (REL-1028) its oral dosage form of the opioid analgesic buprenorphine; and LevoCap ER (REL-1015), its abuse resistant, sustained release dosage form of the opioid analgesic levorphanol. The Company's product development efforts are guided by the internationally recognized scientific expertise of its research team. The Company's approach is expected to reduce clinical development risks and costs while potentially delivering valuable products in areas of high unmet medical needs. For more information, please visit Relmada's website at: www.relmada.com.

Important Stockholder Information

The Company will hold its 2015 Annual Meeting of Stockholders on December 30, 2015. On November 27, 2015, the Company filed with the U.S. Securities and Exchange Commission (the "SEC") and mailed to its stockholders a definitive proxy statement in connection with the Annual Meeting and the solicitation of proxies (the "2015 Proxy Statement"). The 2015 Proxy Statement contains important information about Relmada, the Annual Meeting and related matters.

INVESTORS AND SECURITY HOLDERS ARE URGED TO READ THE 2015 PROXY STATEMENT AND ANY OTHER RELEVANT SOLICITATION MATERIALS WHEN THEY BECOME AVAILABLE BECAUSE THESE DOCUMENTS CONTAIN IMPORTANT INFORMATION.

The 2015 Proxy Statement and other relevant solicitation materials (when they become available), and any and all documents filed by the Company with the SEC, may be obtained by investors and security holders free of charge at the SEC's web site at www.sec.gov. In addition, Relmada's filings with the SEC, including the 2015 Proxy Statement and other relevant solicitation materials (when they become available), may be obtained, without charge, from Relmada by directing a request to the Company at 757 3rd Avenue, Suite 2018, New York, New York 10017, Attention: Senior Vice President Finance and Corporate Development. Such materials are also available at ir.relmada.com/all-sec-filings.

Relmada and its directors, officers and employees are deemed to be participants in the solicitation of proxies from Relmada's stockholders in connection with the Annual Meeting. Information regarding Relmada's directors and executive officers, including a description of their direct and indirect interests by security holdings, is contained in the 2015 Proxy Statement and in Relmada's 2015 Annual Report on Form 10-K filed with the SEC on September 11, 2015 (the "2015 Annual Report").

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Forward-Looking Statements

The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements made by us or on our behalf. We may from time to time make written or oral statements in this letter, the proxy statements filed with the SEC communications to stockholders and press releases which constitute “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. These forward-looking statements are based upon management’s current expectations, estimates, assumptions and beliefs concerning future events and conditions and may discuss, among other things, anticipated future performance, expected product development, product potential, future business plans and costs. Any statement that is not historical in nature is a forward-looking statement and may be identified by the use of words and phrases such as “expects,” “anticipates,” “believes,” “will,” “will likely result,” “will continue,” “plans to” and similar expressions. No forward-looking statement can be guaranteed and actual results may differ materially from those projected. Relmada undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events, or otherwise. Readers are cautioned that it is not possible to predict or identify all of the risks, uncertainties and other factors that may affect future results and that the risks described herein should not be considered to be a complete list.

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Attorneys for Plaintiff Relmada Therapeutics, Inc.

UNITED STATES DISTRICT COURT

DISTRICT OF NEVADA

RELMADA THERAPEUTICS, INC., a Nevada corporation,

Plaintiff,

v.

LAIDLAW & COMPANY (UK) LTD., a foreign corporation,
MATTHEW D. EITNER, an individual and citizen of New Jersey,
and **JAMES P. AHERN**, an individual and citizen of New Jersey,

Defendants.

CASE NO.: 2:15-cv-2338

***EX-PARTE* TEMPORARY
RESTRAINING ORDER AND
PRELIMINARY INJUNCTION**

UPON CONSIDERATION of the Motion For Temporary Restraining Order Without Notice and Preliminary Injunction filed by Plaintiff Relmada Therapeutics, Inc. (“Relmada”) for a temporary restraining order and preliminary injunction against Defendants Laidlaw & Company (UK) Ltd., Matthew D. Eitner, and James P. Ahern (collectively, “Defendants”), the Federal Rules of Civil Procedure, the pleadings and papers on file herein, the Memorandum of Points and Authorities, including the Declaration of Sergio Traversa, together with the exhibits, and for good cause shown:

THE COURT HEREBY FINDS THAT,

1. Relmada is likely to succeed on the merits because the False Solicitation contains material misstatements and omissions;

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2. Relmada and its stockholders will suffer irreparable harm if Defendants are not enjoined from continuing to disseminate false and misleading proxy materials and required to retract or correct those materials;

3. The balance of hardships favors the issuance of a temporary restraining order and preliminary injunction here because the right of Relmada's stockholders to vote for qualified directors will be directly impacted, and an improper vote will hold up the election of qualified directors resulting in uncertainty over the corporate governance of the Company;

4. The public interest will benefit from granting a temporary restraining order and preliminary injunction because it prevents an uninformed shareholder vote; and

5. The Court grants this relief to Relmada without notice to Defendants because the harm suffered by Relmada as a result of Defendants' action is continuing and immediate.

THEREFORE, IT IS HEREBY ORDERED THAT, pending a full trial on the merits:

1. Defendants shall be enjoined from continuing to disseminate false and misleading proxy materials.
2. Defendants immediately must retract or correct its false and misleading proxy materials.
3. If Defendants choose to correct their false and misleading proxy materials, they immediately shall:

(a) Disclose that they missed the advance notice deadline for stockholders to validly nominate Relmada directors at the 2015 annual meeting;

(b) Disclose that there are only two seats up for election on Relmada's Board at the 2015 annual meeting;

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(c) Disclose that the Board of Directors has the sole authority to set the size of the Board; and

(d) Disclose that the corporate actions taken by Relmada's current Board and stockholders that Defendants' label as "entrenchment" all were authorized under Relmada's articles of incorporation, bylaws, and Nevada law.

4. The opposition brief, if any, to the Motion For Temporary Restraining Order Without Notice and Preliminary Injunction is due on December 15, 2015, and the response brief, if any, in support of the Motion For Temporary Restraining Order Without Notice and Preliminary Injunction is due on December 18, 2015.

5. The hearing on the Motion For Temporary Restraining Order Without Notice and Preliminary Injunction is set for December 22, 2015 at 2:00 p.m.

6. A nominal bond of \$500.00 shall be required because the evidence indicates that Defendants will only suffer, if at all, minimal damage by the issuance of this temporary restraining order and preliminary injunction.

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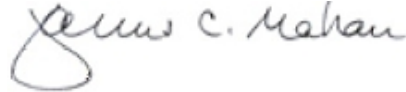
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7. This *Ex-Parte* Temporary Restraining Order shall expire on the 22nd day of December, 2015, which does not exceed 14 days from the entry of this *Ex-Parte* Temporary Restraining Order.

ENTERED December 10, 2015, at 2:20 p.m.



UNITED STATES DISTRICT JUDGE

Respectfully Submitted By:

BROWNSTEIN HYATT FARBER SCHRECK, LLP

By: /s/ Jeffrey S. Rugg

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