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): May 16, 2017

RELMADA THERAPEUTICS, INC.
(Exact name of registrant as specified in its charter)

Nevada	**333-184881**	**45-5401931**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

275 Madison Avenue, Suite 702 **New York, NY**	**10016**
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code **(646) 667-3854**

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))

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

Emerging growth company ☐

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 8.01. Other Events

On May 16, 2017, Relmada Therapeutics, Inc. (the "Company") entered into a confidential settlement agreement and release (the "Agreement") with Laidlaw & Company (UK) Ltd. ("Laidlaw"), James P. Ahern, and Matthew D. Eitner. Pursuant to the terms of the Agreement, all outstanding litigation between the parties was dismissed with prejudice, including all claims and counterclaims in all legal proceedings related to Relmada Therapeutics, Inc. v. Laidlaw & Company (UK) Ltd., et al., Case No.1:16-CV-07767, pending in the United States District Court for the Southern District of New York. Except for certain reimbursement of legal expenses to Laidlaw and its principals by the Company, none of the parties paid any monetary compensation to any other party in connection with the settlement of the matter. Laidlaw and its principals agreed to a lock-up prohibiting transfers or sales of their shares for one year and not to transfer more than 25% in any quarter of their shares in the subsequent twelve months. Laidlaw and its principals have also agreed to standstill commitments for two years, that includes, among other things, not to (i) nominate any person for election at any meeting of shareholders or make a request of the Company to seek the resignation of any of its directors, (ii) submit any proposal for consideration at, or bring any other business before any meeting of the shareholders, (iii) seek to call a special meeting of the shareholders, and (iv) effect or seek to effect, or participate in (a) any acquisition of any material assets or businesses of the Company, (b) any tender offer or exchange offer, merger, acquisition or other business combination involving the Company, or (c) any recapitalization of the Company. The Company also reaffirmed its indemnification obligations under its prior engagement agreements with Laidlaw. The Agreement also contains customary confidentiality, release, and non-disparagement provisions.

The Company also issued a press release on May 18, 2017 announcing the settlement, a copy is included as Exhibit 99.1 to this Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release of Relmada Therapeutics, Inc., dated May 18, 2017.

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: May 18, 2017

RELMADA THERAPEUTICS, INC.

By: /s/ Sergio Traversa
Name: Sergio Traversa
Title: Chief Executive Officer and
Interim Chief Financial Officer

Exhibit 99.1

Relmada Therapeutics Announces Settlement of Legal Action with Laidlaw & Company

NEW YORK, May 18 2017 – Relmada Therapeutics, Inc. (OTCQB: RLMD), a clinical-stage company developing novel therapies for the treatment of central nervous system (CNS) diseases, and Laidlaw & Company (UK) Ltd. ("Laidlaw"), today announced final disposition of all claims and counterclaims in all legal proceedings related to *Relmada Therapeutics, Inc. v. Laidlaw & Company (UK) Ltd., et al.*, Case No.1:16-CV-07767, pending in the United States District Court for the Southern District of New York.

Under the terms of the settlement, Relmada Therapeutics hereby releases all Released Claims against Laidlaw & Company (UK) Ltd. and Laidlaw & Company (UK) Ltd related persons, and Laidlaw & Company (UK) Ltd. hereby releases all Released Claims against Relmada and all Relmada related persons.

About Relmada Therapeutics, Inc.

Relmada Therapeutics is a clinical-stage, publicly traded biotechnology 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 central nervous system (CNS) diseases. The Company has a diversified portfolio of four products at various stages of development, including d-Methadone (dextromethadone, REL-1017), an N-methyl-D-aspartate (NMDA) receptor antagonist for depression and neuropathic pain; LevoCap ER (REL-1015), an abuse resistant, sustained release dosage form of the opioid analgesic levorphanol; oral buprenorphine (BuTab, REL-1028), an oral dosage form of the opioid analgesic buprenorphine; and topical mepivacaine (MepiGel, REL-1021), an orphan drug designated topical formulation of the local anesthetic mepivacaine. For more information, please visit Relmada's website at: www.relmada.com.

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.

Contact

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