

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): **August 8, 2023**

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

<b>Nevada</b> (State or other jurisdiction of incorporation)	<b>001-39082</b> (Commission File Number)	<b>45-5401931</b> (IRS Employer Identification No.)
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<b>2222 Ponce de Leon Blvd, Floor 3 Coral Gables, FL</b> (Address of principal executive offices)	<b>33134</b> (Zip Code)
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Registrant's telephone number, including area code: **(786) 629-1376**

(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))

**Securities registered pursuant to Section 12(b) of the Act:**

Title of each class	Trading Symbol	Name of exchange on which registered
<b>Common stock, \$0.001 par value per share</b>	<b>RLMD</b>	<b>The NASDAQ Global Select Market</b>

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 2.02 Results of Operations and Financial Condition.**

On August 8, 2023, Relmada Therapeutics, Inc. (the "Company") issued a press release providing a corporate update and reporting its second quarter 2023 financial results. (These results are preliminary and unaudited.) The Company also announced that it would conduct a conference call and audio webcast on August 8, 2023, at 4:30 PM EDT/1:30 PM PDT, to discuss the update and results. The Company's complete unaudited financial statements and notes thereto as of, and for the three and six months ended, June 30, 2023 and 2022, will be contained in its Quarterly Report on Form 10-Q to be filed with the Securities and Exchange Commission. A copy of this press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated into this Item 2.02 by reference.

*In accordance with General Instruction B.2 of Form 8-K, the information in this Item 2.02 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 it 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

Exhibit No.	Description
99.1	<a href="#">Press release dated August 8, 2023, regarding corporate update and second quarter and 2023 financial results</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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: August 8, 2023

**RELMADA THERAPEUTICS, INC.**

By: /s/ Sergio Traversa

Name: Sergio Traversa

Title: Chief Executive Officer

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## Relmada Therapeutics Provides Corporate Update and Reports Second Quarter 2023 Financial Results

CORAL GABLES, Fla., August 8, 2023 /PRNewswire/ -- Relmada Therapeutics, Inc. (Nasdaq: RLMD), a late-stage biotechnology company addressing diseases of the central nervous system (CNS), today provided a corporate update and announced preliminary and unaudited financial results for the second quarter ended June 30, 2023. The Company will host a conference call today, Tuesday, August 8, at 4:30 PM Eastern Time/1:30 PM Pacific Time.

"We continue to execute on the Phase 3 clinical development plan for REL-1017 as an adjunctive treatment for major depressive disorder (MDD)," said Sergio Traversa, Relmada's Chief Executive Officer. "Enrollment in the ongoing Reliance II (study 302) is progressing as expected, and we remain on track to complete this trial in the first half of 2024. We were also pleased to initiate Relight, our new Phase 3 Study (study 304), with screening ongoing. We currently anticipate the completion of Relight in the second half of next year. Moreover, the one year, open-label safety study, Reliance-OLS (study 310), with REL-1017 was recently completed, and we are preparing for the availability of data from that study during the current quarter."

"Importantly, we are sufficiently funded to execute on all of our plans to reach data readouts from both Phase 3 trials, Reliance (study 302) and Relight (study 304), in 2024," concluded Mr. Traversa.

### Recent Corporate Highlights

- Enrollment is ongoing in Reliance II (study 302), a Phase 3 trial of REL-1017 for the adjunctive treatment of MDD.
- Screening has begun in Relight (study 304), a Phase 3 trial of REL-1017 for the adjunctive treatment of MDD.
- Data from the human abuse potential studies of REL-1017 were recently published in the peer-reviewed journal, *Translational Psychiatry*.
- Investigator meetings have been successfully hosted focusing on our amended and new protocols, quality expectations, increased oversight and engagement, and optimizing clinical execution for both ongoing Phase 3 studies.

### Upcoming Anticipated Milestones for REL-1017

- Complete enrollment in ongoing Reliance II (study 302), which is planned to enroll approximately 300 patients, in the first half of 2024.
- Complete enrollment in new Relight study (study 304), which is planned to enroll approximately 300 patients, in the second half of 2024.
- Announce results from recently completed Reliance-OLS (study 310), a long-term, open-label study of REL-1017 in MDD, later in the current quarter.

### Second Quarter 2023 Financial Results

- Research and development expense for the three months ended June 30, 2023, totaled \$13.7 million, compared to \$30.9 million for the three months ended June 30, 2022. The decrease was primarily associated with the completion of the Reliance I and Reliance III clinical studies in late 2022.
- General and administrative expense for the three months ended June 30, 2023, totaled \$12.3 million, compared to \$14.6 million for the three months ended June 30, 2022. The decrease was primarily driven by a decrease in stock-based compensation.
- Net loss for the three months ended June 30, 2023, was \$25.3 million, or \$0.84 per basic and diluted share, compared with a net loss of \$39.9 million, or \$1.33 per basic and diluted share, for the three months ended June 30, 2022.

### Six Months Ended June 30, 2023 Financial Results

- Research and development expense for the six months ended June 30, 2023, totaled \$29.6 million, compared to \$55.9 million for the six months ended June 30, 2022. The decrease was primarily driven by a decrease in study costs associated with the completion of Reliance I and III in late 2022.
- General and administrative expense for the six months ended June 30, 2023, totaled \$24.6 million, compared to \$27.9 million for the six months ended June 30, 2022. The decrease was primarily driven by a decrease in stock-based compensation.
- Net loss for the six months ended June 30, 2023 and 2022 was \$51.6 million and \$79.7 million, respectively. The Company had a net loss of \$1.72 and \$2.73 per share for the six months ended June 30, 2023 and 2022, respectively.
- As of June 30, 2023, the Company had cash, cash equivalents, and short-term investments of approximately \$118.5 million, compared to cash, cash equivalents, and short-term investments of approximately \$148.3 million at December 31, 2022.

### Conference Call and Webcast Details

Tuesday, August 8 at 4:30 PM ET

Toll Free: 877-407-0792  
International: 201-689-8263

[https://viaid.webcasts.com/starthere.jsp?ei=1624681&tp\\_key=1f9f03a8ac](https://viaid.webcasts.com/starthere.jsp?ei=1624681&tp_key=1f9f03a8ac)

#### About REL-1017

REL-1017, a new chemical entity (NCE) and novel NMDA receptor (NMDAR) channel blocker that preferentially targets hyperactive channels while maintaining physiological glutamatergic neurotransmission, is currently in late-stage development for the adjunctive treatment of major depressive disorder (MDD). The ongoing Clinical Research Program is designed to evaluate the potential for REL-1017 as a rapid-acting, oral, once-daily antidepressant treatment.

#### About Relmada Therapeutics, Inc.

Relmada Therapeutics is a late-stage biotechnology company addressing diseases of the central nervous system (CNS), with a focus on major depressive disorder (MDD). Relmada's experienced and dedicated team is committed to making a difference in the lives of patients and their families. Relmada's lead program, REL-1017, is a new chemical entity (NCE) and novel NMDA receptor (NMDAR) channel blocker that preferentially targets hyperactive channels while maintaining physiological glutamatergic neurotransmission. REL-1017 is in late-stage development as an adjunctive treatment for MDD in adults. Learn more at [www.relmada.com](http://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. This press release contains statements 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. 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," "potential," "promising," and similar expressions. These statements are based on management's current expectations and beliefs and are subject to a number of risks, uncertainties and assumptions that could cause actual results to differ materially from those described in the forward-looking statements, including potential failure of clinical trial results to demonstrate statistically and/or clinically significant evidence of efficacy and/or safety, failure of top-line results to accurately reflect the complete results of the trial, failure to obtain regulatory approval of REL-1017 for the treatment of major depressive disorder, and the other risk factors described under the heading "Risk Factors" set forth in the Company's reports filed with the SEC from time to time. 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 the risks, uncertainties and other factors that may affect future results and that the risks described herein should not be a complete list.

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### Relmada Therapeutics, Inc. Condensed Consolidated Balance Sheets

	As of June 30, 2023 (unaudited)	As of December 31, 2022
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 14,469,354	\$ 5,395,905
Short-term investments	104,059,737	142,926,781
Other receivables	-	512,432
Prepaid expenses	3,474,540	4,035,186
Total current assets	<u>122,003,631</u>	<u>152,870,304</u>
Other assets	34,590	34,875
Total assets	<u>\$ 122,038,221</u>	<u>\$ 152,905,179</u>
Commitments and Contingencies (See Note 6)		
<b>Liabilities and Stockholders' Equity</b>		
Current liabilities:		
Accounts payable	\$ 4,853,616	\$ 5,261,936
Accrued expenses	5,848,850	7,206,941
Total current liabilities	<u>10,702,466</u>	<u>12,468,877</u>
Stockholders' Equity:		
Class A convertible preferred stock, \$0.001 par value, 3,500,000 shares authorized, none issued and outstanding	-	-
Common stock, \$0.001 par value, 150,000,000 shares authorized, 30,099,203 shares issued and outstanding	30,099	30,099
Additional paid-in capital	625,041,121	602,517,138
Accumulated deficit	(513,735,465)	(462,110,935)
Total stockholders' equity	<u>111,335,755</u>	<u>140,436,302</u>
Total liabilities and stockholders' equity	<u>\$ 122,038,221</u>	<u>\$ 152,905,179</u>

**Relmada Therapeutics, Inc.**  
**Condensed Consolidated Statements of Operations**  
**(Unaudited)**

	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Operating expenses:				
Research and development	\$ 13,740,205	\$ 30,912,671	\$ 29,601,215	\$ 55,925,524
General and administrative	12,286,521	14,599,401	24,579,120	27,883,971
Total operating expenses	<u>26,026,726</u>	<u>45,512,072</u>	<u>54,180,335</u>	<u>83,809,495</u>
Loss from operations	<u>(26,026,726)</u>	<u>(45,512,072)</u>	<u>(54,180,335)</u>	<u>(83,809,495)</u>
Other (expenses) income:				
Gain on Settlement	-	6,351,606		6,351,606
Interest/investment income, net	1,363,406	387,333	2,571,037	717,282
Realized (loss) gain on short-term investments	-	24,502	(666,708)	9,480
Unrealized (loss) gain on short-term investments	(639,634)	(1,186,337)	651,476	(2,949,624)
Total other (expenses) income	<u>723,772</u>	<u>5,577,104</u>	<u>(2,555,805)</u>	<u>4,128,744</u>
Net loss	<u>\$ (25,302,954)</u>	<u>\$ (39,934,968)</u>	<u>\$ (51,624,530)</u>	<u>\$ (79,680,751)</u>
Loss per common share – basic and diluted	<u>\$(.84)</u>	<u>\$(1.33)</u>	<u>\$(1.72)</u>	<u>\$(2.73)</u>
Weighted average number of common shares outstanding – basic and diluted	<u>30,099,203</u>	<u>29,935,895</u>	<u>30,099,203</u>	<u>29,168,511</u>

**Relmada Therapeutics, Inc.**  
**Condensed Consolidated Statements of Stockholders' Equity**  
**(Unaudited)**

	Three and Six months ended June 30, 2023				
	Common Stock		Additional Paid-in	Accumulated	Total
	Shares	Par Value	Capital	Deficit	
Balance – December 31, 2022	30,099,203	\$ 30,099	\$ 602,517,138	\$ (462,110,935)	\$ 140,436,302
Stock based compensation	-	-	11,354,466	-	11,354,466
Net loss	-	-	-	(26,321,576)	(26,321,576)
Balance – March 31, 2023	30,099,203	30,099	613,871,604	(488,432,511)	125,469,192
Stock based compensation	-	-	11,169,517	-	11,169,517
Net loss	-	-	-	(25,302,954)	(25,302,954)
Balance – June 30, 2023	<u>30,099,203</u>	<u>\$ 30,099</u>	<u>\$ 625,041,121</u>	<u>\$ (513,735,465)</u>	<u>\$ 111,335,755</u>
	Three and Six months ended June 30, 2022				
	Common Stock		Additional Paid-in	Accumulated	Total
	Shares	Par Value	Capital	Deficit	
Balance - December 31, 2021	27,740,147	\$ 27,740	\$ 513,304,258	\$ (305,067,112)	\$ 208,264,886
Stock based compensation	-	-	11,930,681	-	11,930,681
ATM offering, net	1,609,343	1,610	29,581,932	-	29,583,542
Warrant exercised for cash	33,334	33	299,973	-	300,006
Options exercised for cash	20,000	20	64,780	-	64,800
Net loss	-	-	-	(39,745,783)	(39,745,783)
Balance – March 31, 2022	29,402,824	29,403	555,181,624	(344,812,895)	210,398,132
Stock based compensation	-	-	12,295,016	-	12,295,016
Warrant exercised for cash	91,058	91	595,259	-	595,350
Options exercised for cash	45,812	46	352,698	-	352,744
ATM offering, net of offering costs	484,900	485	13,144,572	-	13,145,057
Net loss	-	-	-	(39,934,968)	(39,934,968)
Balance – June 30, 2022	<u>30,024,594</u>	<u>\$ 30,025</u>	<u>\$ 581,569,169</u>	<u>\$ (384,747,863)</u>	<u>\$ 196,851,331</u>

**Condensed Consolidated Statements of Cash Flows**  
(Unaudited)

	Six months ended	
	June 30,	
	2023	2022
<b>Cash flows from operating activities</b>		
Net loss	\$ (51,624,530)	\$ (79,680,751)
Adjustments to reconcile net loss to net cash used in operating activities:		
Stock-based compensation	22,523,983	24,225,697
Gain on settlement of fees	-	(6,351,606)
Realized loss (gain) on short-term investments	666,708	(9,480)
Unrealized (gain) loss on short-term investments	(651,476)	2,949,624
Change in operating assets and liabilities:		
Lease payment receivable	-	44,143
Other receivables	512,432	(256,192)
Prepaid expenses and other assets	560,931	7,810,846
Accounts payable	(408,320)	2,698,790
Accrued expenses	(1,358,091)	7,513,045
Net cash (used in) operating activities	<u>(29,778,363)</u>	<u>(41,055,884)</u>
<b>Cash flows from investing activities</b>		
Purchase of short-term investments	(45,577,832)	(33,412,425)
Sale of short-term investments	84,429,644	23,244,237
Net cash provided by (used in) investing activities	<u>38,851,812</u>	<u>(10,168,188)</u>
<b>Cash flows from financing activities</b>		
Proceeds from issuance of common stock, net	-	42,728,599
Proceeds from options exercised for common stock	-	417,544
Proceeds from warrants exercised for common stock	-	895,356
Net cash provided by financing activities	<u>-</u>	<u>44,041,499</u>
Net increase/(decrease) in cash and cash equivalents	9,073,449	(7,182,573)
Cash and cash equivalents at beginning of the period	<u>5,395,905</u>	<u>44,443,439</u>
Cash and cash equivalents at end of the period	<u>\$ 14,469,354</u>	<u>\$ 37,260,866</u>
Supplemental disclosure of cash flow information:		
Cash paid during the period for:		
Interest	\$ -	\$ -
Income Tax	\$ -	\$ -