

Neuralstem, Inc.  
Form 8-K  
May 23, 2016

**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 23, 2016 (May 20, 2016)**

**Neuralstem, Inc.**

**(Exact name of registrant as specified in Charter)**

|   |  |                   |
|---|--|-------------------|
| <b>Delaware</b>   | <b>001-33672</b>   | <b>52-2007292</b> |
| <b>(State or other jurisdiction of<br/>incorporation or organization)</b> | <b>(Commission File No.) (IRS Employee Identification No.)</b> |                   |

**20271 Goldenrod Lane, 2<sup>nd</sup> Floor, Germantown, Maryland 20876**

**(Address of Principal Executive Offices)**

**(301) 366-4960**

**(Issuer Telephone number)**

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))



**Item 2.05. Costs Associated with Exit or Disposal Activities.**

On May 20, 2016, Neuralstem, Inc. (the “Company”), in order to better utilize the Company’s resources on the implementation of its refocused clinical and corporate strategy, committed to a cost-reduction plan. This cost-reduction plan includes a reduction in force across all of the Company’s departments. The Company expects to complete the reduction in force, and to substantially complete the payment of any employee severance and benefits incurred as a result of such action by the end of the second quarter of 2016.

As a result of the reduction in force, the Company estimates that it will incur aggregate expenses of approximately \$750,000 consisting of (i) cash payments of \$700,000 for severance payments, expenses related to the closing of facilities and contingencies, and (ii) charges of \$50,000 related to the vesting of options and extension of exercise periods of such options.

**Item 7.01 Regulation FD Disclosure.**

On May 19, 2016, we announced the reduction in force in a press release. A copy of the press release is attached to this report as Exhibit 99.01.

The information contained in this Item 7.01 to this Current Report on Form 8-K and the exhibit attached hereto pertaining to this item shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall such information or such exhibits 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. The information set forth in the exhibits to this Form 8-K relating to this item 7.01 shall not be deemed an admission as to the materiality of any information in this report that is required to be disclosed solely to satisfy the requirements of Regulation FD.

**Item 9.01 Financial Statements and Exhibits.**

**Exhibit**

| <b>No.</b> | <b>Description</b> |
|------------|--------------------|
|------------|--------------------|

|       |                                  |
|-------|----------------------------------|
| 99.01 | Press Release dated May 20, 2016 |
|-------|----------------------------------|



**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 23, 2016 Neuralstem, Inc.

/s/ Richard Daly  
By: Richard Daly  
Chief Executive Officer

**INDEX OF EXHIBITS**

**Exhibit**

**No.**

**Description**

99.01 Press Release dated May 20, 2016