

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 6, 2019 (April 30, 2019)

Neuralstem, Inc.
(Exact name of registrant as specified in Charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

001-33672
(Commission File No.)

52-2007292
(IRS Employee Identification No.)

20271 Goldenrod Lane, 2nd 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))

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 []

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. []

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

Title of Class	Trading Symbol	Name of Each Exchange on Which Registered
Common stock, par value \$0.01 per share	CUR	NASDAQ Capital Market

Item 5.02. Departure of Director or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On April 30, 2019, the board of directors (“Board”) of Neuralstem, Inc. (the “Company”) appointed David Mazzo, PhD to the Board with such appointment to be effective on June 12, 2019 (the “Effective Date”). Dr. Mazzo will replace Stanley Westreich who’s retiring on the Effective Date. On the Effective Date, pursuant to Dr. Mazzo’s appointment and Mr. Westreich’s retirement, the Board will continue to have seven (7) acting directors. Dr. Mazzo will serve as a Class II director until the Company’s 2022 annual meeting of shareholders or until such time as he resigns, is removed or his successor is appointed. In connection with his appointment to the Board, Dr. Mazzo will enter into the Company’s standard indemnification agreement.

There are no family relationships among Dr. Mazzo and any of our executive officers or directors.

As compensation for his services on the Board, Dr. Mazzo will participate in the Company’s non-executive board compensation plan as described in the Company’s Current Report on Form 8-K filed with the Securities Exchange Commission on June 27, 2017, the description of which is incorporated herein by reference.

On May 6, 2019, the Company issued a press release announcing Dr. Mazzo’s appointment, a copy of which is attached to this report as Exhibit 99.01.

Item 9.01 Financial Statements and Exhibits.

Exhibit

No.

Description

99.01	Press Release Dated May 6, 2019
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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 6, 2019

Neuralstem, Inc.

/s/ Kenneth Carter

By: Kenneth Carter
Executive Chairman



INDEX OF EXHIBITS

Exhibit No.	Description
99.01	Press Release Dated May 6, 2019

Neuralstem Appoints David J. Mazzo, Ph.D., to Board of Directors

GERMANTOWN, Md., May 6, 2019 (GLOBE NEWSWIRE) -- Neuralstem, Inc. (Nasdaq: CUR), a biopharmaceutical company focused on the development of nervous system therapies based on its neural stem cell and small molecule technologies, announced that David J. Mazzo, Ph.D. has been appointed to the Company's Board of Directors to be effective June 12, 2019. Dr. Mazzo will replace Stanley Westreich, who is retiring on the effective date.

"Dr. Mazzo is a seasoned executive in the biopharma space and brings Neuralstem significant value gained over his 30 years in the pharmaceutical and biotech industries," said Dr. Ken Carter, Executive Chairman of the Board. "He will be an invaluable addition to our team as Neuralstem continues down the path of developing innovative therapies to help improve patient outcomes."

"I look forward to working with the Neuralstem team to continue down the path of creating new therapies for patients with unmet medical needs, as well as delivering value to our shareholders," said Dr. Dave Mazzo.

Dr. Mazzo brings over 30 years of experience in the pharmaceutical industry, and currently serves as Chief Executive Officer of Caladrius Biosciences, a clinical-stage biopharmaceutical company committed to the development of innovative products in cardiovascular and autoimmune diseases. Dr. Mazzo has also served as: Chief Executive Officer and as a member of the board of directors of Regado Biosciences, Inc., a NASDAQ-listed biopharmaceutical company; President, Chief Executive Officer and a director of Aeterna Zentaris, Inc. (NASDAQ: AEZS) and President, Chief Executive Officer and a director of Chugai Pharma USA, LLC, a biopharmaceutical company which was the U.S. subsidiary of Chugai Pharmaceutical Co., Ltd. of Japan. In addition, Dr. Mazzo has also held senior management and executive positions in a number of public and private pharmaceutical and biotech companies.

Dr. Mazzo earned a BA in the Honors Program (interdisciplinary humanities) and a BS in chemistry from Villanova University. In addition, Dr. Mazzo received his MS in chemistry and his PhD degree in analytical chemistry from the University of Massachusetts, Amherst. He was also a research fellow at the Ecole Polytechnique Federale de Lausanne, Switzerland.

About Neuralstem

Neuralstem is a clinical-stage biopharmaceutical company developing novel treatments for nervous system diseases of high unmet medical need. Neuralstem's diversified portfolio of product candidates includes its proprietary neural stem cell technology.

The Company has two lead development candidates:

NSI-566 is a neural stem cell therapy in clinical development for treatment of paralysis in stroke, for Amyotrophic Lateral Sclerosis (ALS) and for chronic spinal cord injury (cSCI).

NSI-189 is a small molecule in clinical development for major depressive disorder (MDD) and in preclinical development for Angelman syndrome, irradiation-induced cognitive impairment, Type 1 and Type 2 diabetes, and stroke.

Cautionary Statement Regarding Forward Looking Information

This news release contains “forward-looking statements” made pursuant to the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements relate to future, not past, events and may often be identified by words such as “expect,” “anticipate,” “intend,” “plan,” “believe,” “seek” or “will.” Forward-looking statements by their nature address matters that are, to different degrees, uncertain. Specific risks and uncertainties that could cause our actual results to differ materially from those expressed in our forward-looking statements include risks inherent in the development and commercialization of potential products, uncertainty of clinical trial results or regulatory approvals or clearances, need for future capital, dependence upon collaborators and maintenance of our intellectual property rights. Actual results may differ materially from the results anticipated in these forward-looking statements. Additional information on potential factors that could affect our results and other risks and uncertainties are detailed from time to time in Neuralstem’s periodic reports, including its Annual Report on Form 10-K for the year ended December 31, 2018, filed with the Securities and Exchange Commission (SEC), and in other reports filed with the SEC. We do not assume any obligation to update any forward-looking statements.

Investor Contact:

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