
**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): March 7, 2019

OVID THERAPEUTICS INC.

(Exact name of registrant as specified in its charter)

Delaware
(state or other jurisdiction
of incorporation)

001-38085
(Commission
File Number)

46-5270895
(I.R.S. Employer
Identification No.)

1460 Broadway, Suite 15044
New York, New York
(Address of principal executive offices)

10036
(Zip Code)

Registrant's telephone number, including area code: (646) 661-7661

(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 2.02. Results of Operations and Financial Condition.

On March 7, 2019, Ovid Therapeutics Inc. (the “Company”) issued a press release announcing its financial results for the quarter and year ended December 31, 2018. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

The information provided in this Item 2.02, including Exhibit 99.1 hereto, shall not be deemed “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 it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibit

Exhibit No.	Description
99.1	Press Release, dated March 7, 2019

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.

OID THERAPEUTICS INC.

By: /s/ Ana C. Ward
Ana C. Ward
Senior Vice President, General Counsel

Dated: March 7, 2019



Ovid Therapeutics Reports Fourth Quarter and Full Year 2018 Financial Results

NEW YORK – March 7, 2019 - Ovid Therapeutics Inc. (NASDAQ: OVID), a biopharmaceutical company committed to developing medicines that transform the lives of people with rare neurological disorders, today reported financial results for the fourth quarter and full year ended December 31, 2018.

“2018 was a highly productive year for Ovid, with important milestones achieved in our lead programs, OV101 for individuals with Angelman syndrome and OV935 for individuals with rare developmental epilepsies,” said Jeremy Levin, DPhil, MB, BChir, Chairman and Chief Executive Officer of Ovid Therapeutics. “Both programs have clear and realistic development paths, and we are looking forward to continuing to advance these important medicines. 2019 will be another busy year for Ovid, with the anticipated start of our NEPTUNE Phase 3 pivotal study in Angelman syndrome, the reporting of top-line results from our Phase 2 ROCKET trial for OV101 in Fragile X syndrome, and the continued progress of our Phase 2 trials from our broad development program in developmental and epileptic encephalopathies for OV935.”

Fourth Quarter and Year Ended December 31, 2018 Financial Results

- As of December 31, 2018, cash, cash equivalents, and short-term investments totaled \$41.5 million.
 - In February 2019, the Company raised net proceeds of approximately \$31.0 million in a public offering, after deducting the underwriting discounts and commissions and estimated offering expenses.
 - Research and development expenses were \$8.6 million and \$33.8 million for the fourth quarter and year ended December 31, 2018, respectively, as compared to \$6.7 million and \$50.0 million for the same periods in 2017. The decrease for the year ended December 31, 2018 was primarily due to a non-cash equity charge of \$25.9 million during 2017, related to an upfront payment for the Takeda collaboration agreement, partially offset by an increase in development activities related to the Company’s ongoing development programs.
 - General and administrative expenses were \$4.5 million and \$19.1 million for the fourth quarter and year ended December 31, 2018, respectively, as compared to \$4.3 million and \$15.0 million for the same periods in 2017. The difference was primarily due to higher payroll and payroll-related expenses due to growth in headcount as the Company expanded its operations.
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- The Company reported a net loss of \$12.9 million, or basic and diluted net loss per share attributable to common stockholders of \$0.52, for the fourth quarter of 2018, as compared to a net loss of \$11.0 million, or net loss per share attributable to common stockholders of \$0.45, for the same period in 2017. Net loss for the year ended December 31, 2018 was \$52.0 million, or net loss per share attributable to common stockholders of \$2.11, compared to a net loss of \$64.8 million, or net loss per share attributable to common stockholders of \$3.35, for the year ended December 31, 2017.

About Ovid Therapeutics

Ovid Therapeutics (NASDAQ: OVID) is a New York-based biopharmaceutical company using its BoldMedicine™ approach to develop medicines that transform the lives of patients with rare neurological disorders. Ovid has a broad pipeline of potential first-in-class medicines. The company's lead investigational medicine, OV101, is currently in development for the treatment of Angelman syndrome and Fragile X syndrome. Ovid is also developing OV935/TAK-935 in collaboration with Takeda Pharmaceutical Company Limited for the treatment of rare developmental and epileptic encephalopathies (DEE).

For more information on Ovid, please visit <http://www.ovidrx.com/>.

Forward-Looking Statements

This press release includes certain disclosures that contain "forward-looking statements," including, without limitation, statements regarding advancing Ovid's product candidates, progress, timing, scope and results of clinical trials for Ovid's product candidates, and the reporting of clinical data regarding Ovid's product candidates. You can identify forward-looking statements because they contain words such as "will," "believes" and "expects." Forward-looking statements are based on Ovid's current expectations and assumptions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that may differ materially from those contemplated by the forward-looking statements, which are neither statements of historical fact nor guarantees or assurances of future performance. Important factors that could cause actual results to differ materially from those in the forward-looking statements are set forth in Ovid's filings with the Securities and Exchange Commission under the caption "Risk Factors". Ovid assumes no obligation to update any forward-looking statements contained herein to reflect any change in expectations, even as new information becomes available.

Contacts

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Investor Relations & Public Relations

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**Condensed Statements of Operations and Comprehensive Loss
(Unaudited)**

	Three Months Ended December 31,		Year Ended December 31,	
	2018	2017	2018	2017
Operating expenses:				
Research and development	\$ 8,621,585	\$ 6,713,269	\$ 33,790,031	\$ 49,972,102
General and administrative	4,504,711	4,334,794	19,141,652	15,035,461
Total operating expenses	13,126,296	11,048,063	52,931,683	65,007,563
Loss from operations	(13,126,296)	(11,048,063)	(52,931,683)	(65,007,563)
Interest income	226,364	87,799	952,073	201,509
Net loss and comprehensive loss	\$ (12,899,932)	\$ (10,960,264)	\$ (51,979,610)	\$ (64,806,054)
Net loss attributable to common stockholders	\$ (12,899,932)	\$ (10,960,264)	\$ (51,979,610)	\$ (64,806,054)
Net loss per share attributable to common stockholders, basic and diluted	\$ (0.52)	\$ (0.45)	\$ (2.11)	\$ (3.35)
Weighted-average common shares outstanding basic and diluted	24,635,038	24,604,303	24,631,011	19,344,355

**OVID THERAPEUTICS INC.
Selected Condensed Balance Sheet Data
(Unaudited)**

	December 31, 2018	December 31, 2017
Cash, cash equivalents and short-term investments	\$ 41,500,652	\$ 87,125,600
Working capital ¹	\$ 35,423,690	\$ 82,566,948
Total assets	\$ 47,649,602	\$ 89,457,603
Total stockholders' equity	\$ 38,805,145	\$ 83,436,503

¹Working capital defined as current assets less current liabilities