
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 30, 2018**

ARTELO BIOSCIENCES, INC.

(Exact name of registrant as specified in its charter)

<u>Nevada</u> (State or other jurisdiction of incorporation)	<u>333-199213</u> (Commission File Number)	<u>33-1220924</u> (IRS Employer Identification No.)
<u>88 Prospect Street, Suite 210, La Jolla, CA USA</u> (Address of principal executive offices)		<u>92037</u> (Zip Code)

Registrant's telephone number, including area code **760-943-1689**

(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:

- 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.

Item 7.01 Regulation FD Disclosure.

A copy of a slide presentation that Artelo Biosciences, Inc. (the “Company”) intends to present to investors is attached to this Current Report on Form 8-K as Exhibit 99.1 and is incorporated herein solely for purposes of this Item 7.01 disclosure.

The information referenced under Item 7.01 (including Exhibit 99.1 referenced in Item 9.01 below) of this Current Report 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 it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or under the Exchange Act, whether made before or after the date hereof, except as expressly set forth by specific reference in such filing to this Current Report. This Current Report shall not be deemed an admission as to the materiality of any information in the Current Report that is required to be disclosed solely by Regulation FD.

Item 8.01. Other Events.

On May 30, 2018, the Company issued a press release announcing that the Company’s common stock began trading on the OTCQB Market, which is operated by OTC Markets Group Inc., on May 21, 2018 under its current trading symbol “ARTL.” A copy of the press release is furnished herewith as Exhibit 99.2 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Artelo Biosciences, Inc. Investor Presentation.
99.2	Press Release, dated May 30, 2018

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.

ARTELO BIOSCIENCES, INC.

/s/ Gregory Gorgas

Gregory Gorgas
President & CEO

Date May 30, 2018

A microscopic image of neurons, showing cell bodies and long, branching processes, set against a gradient background from orange to blue.

Artelo

BIOSCIENCES

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Investor Presentation
May 2018
Greg Gorgas, CEO

Forward Looking Statements

Statements in this Artelo Biosciences presentation that are not historical facts are "forward-looking statements" subject to risks/uncertainties. Such statements are based on current facts/analyses and other information that are based on forecasts of results, estimates of amounts not yet determined, and assumptions of management. Such statements are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", and similar expressions or that events or conditions "will", "would", "may", "can", "could" or "should" occur. Information concerning reserve estimates may also be deemed to be forward looking statements, as it constitutes a prediction of what might be present when/if a project is actually developed.

It is important to note that actual outcomes and results could differ materially from those in such statements due to numerous factors beyond the Company's control including misinterpretation of data, inaccurate estimates of timelines, uncertainty of the requirements demanded by governmental agencies, Company's ability to raise financing, breach by third-parties, inability to retain employees/consultants, competition for equipment, inability to obtain permits, delays in operations, problems with licensing agreements, the likelihood that no commercial markets exist for our products, and our ability to develop products.

This presentation does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The securities mentioned herein have not been, and will not be, registered under the Securities Act of 1933, as amended. They may not be offered or sold in the United States except pursuant to an exemption from the registration requirements of the Securities Act. Company undertakes no obligation to publicly release the results of any revisions to these statements that may be made to reflect the events or circumstances after the date hereof or to reflect the occurrence of unanticipated events.



Artelo Biosciences Introduction

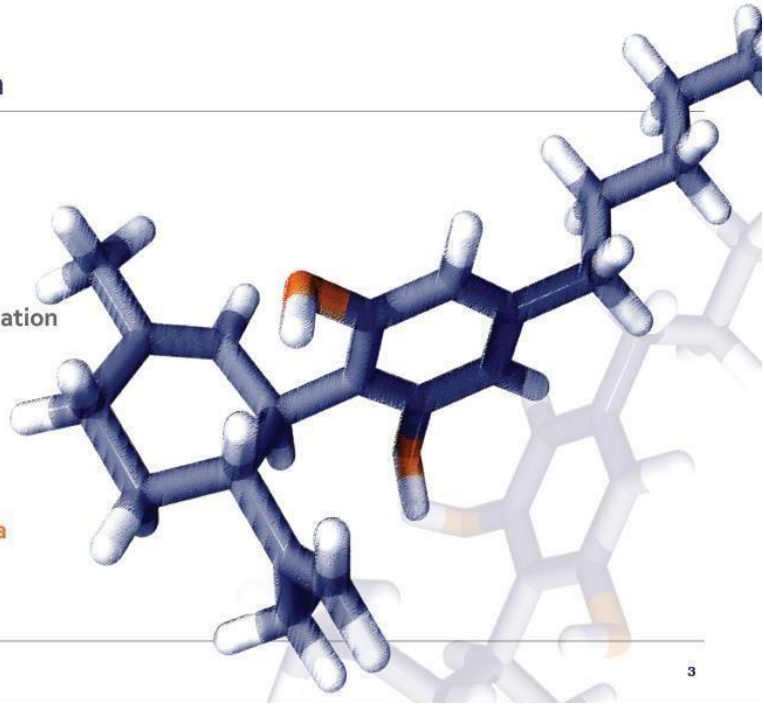
Company: US Public (OTCQB: ARTL)

Sector: Biopharmaceutical

Focus: Endocannabinoid system modulation

Therapeutic areas: Inflammation, Pain,
Anorexia/Cachexia, Cancer,
Cardiovascular diseases

US Headquarters: San Diego, California
European Hub: Dublin, Ireland





Investment Highlights



Three key platforms



Robust patent fortress



Proven leadership team



Near-term catalysts



High-growth sector





Using ECS Modulation to Improve Healthcare Outcomes

“Modulating the ECS activity may have therapeutic potential in almost all diseases affecting humans, including obesity/metabolic syndrome, diabetes and diabetic complications, neuro-degenerative, inflammatory, cardiovascular, liver, gastrointestinal, skin diseases, pain, psychiatric disorders, cachexia, cancer, chemotherapy-induced nausea and vomiting, among many others.”

Laboratory of Physiologic Studies, National Institute on Alcohol Abuse and Alcoholism, National Institutes of Health, Bethesda, Maryland, USA – May, 2013

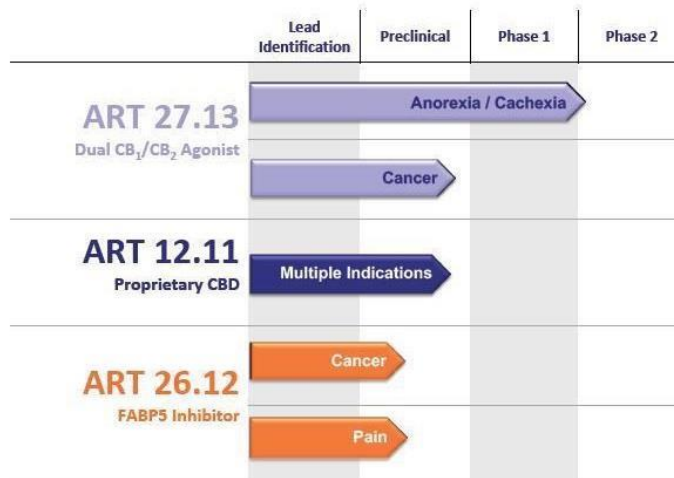
ECS = Endocannabinoid system of neurotransmitters and receptor targets



Diverse Approach to Modulating the Endocannabinoid System

We are developing a portfolio of novel pharmaceuticals that address serious medical conditions

Our programs are based on multiple mechanisms to target and modulate the ECS

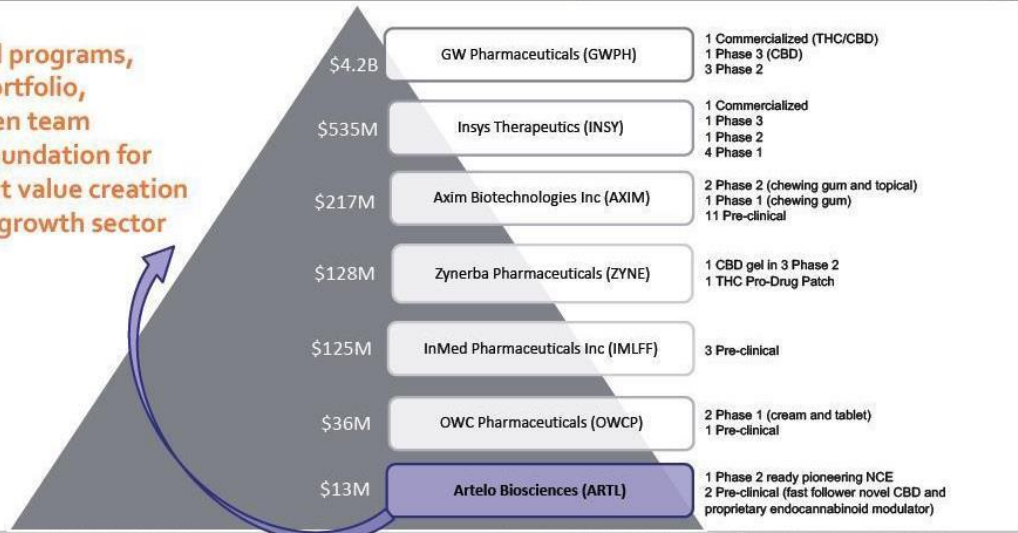






Creating Value with Potential Best-in-Class Therapeutics

Our novel programs, patent portfolio, and proven team are the foundation for significant value creation in a high-growth sector





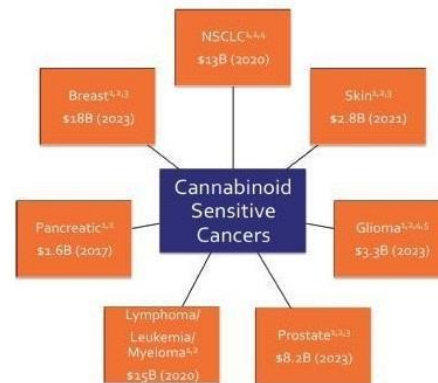
ART 27.13
High-Potency Dual Agonist

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Cannabinoid Agonists for Anorexia and Cancer

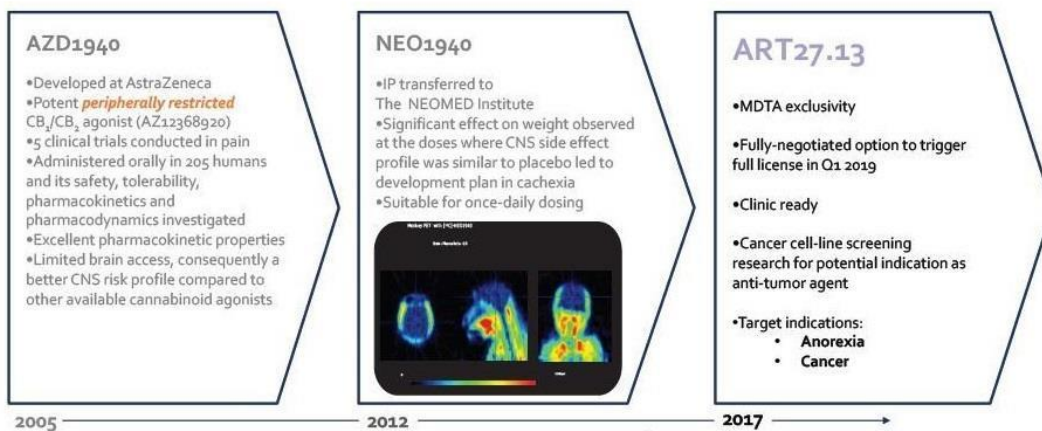
- Multiple cannabinoid agonists are already **approved in the US** and some other major markets for the treatment of nausea and vomiting related to cancer chemotherapy
- Clinical studies with cannabinoid agonists have evaluated the potential for cannabinoids to be used for anorexia and cachexia associated with cancer
- 1500 peer review articles demonstrated **anti-tumor effects** of cannabinoids in multiple different cancer types



Literature CB1 and/or CB2 directed anti-tumor activity demonstrated in 1) ex-vivo, 2) in-vitro, 3) in-vivo, 4) human epidemiology 5) human clinical data.

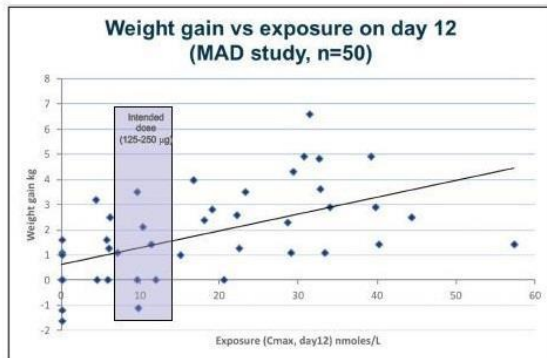
Future Estimates for total worldwide sales in cancer types obtained from Developments in Cancer Treatments, Market Dynamics, Patient Access and Value Global Oncology Trend Report 2025 IMS.

Excellent Clinical Profile for Use in Anorexia and Cancer





Dose and Exposure Dependent Weight Gain Demonstrated in Phase I Study

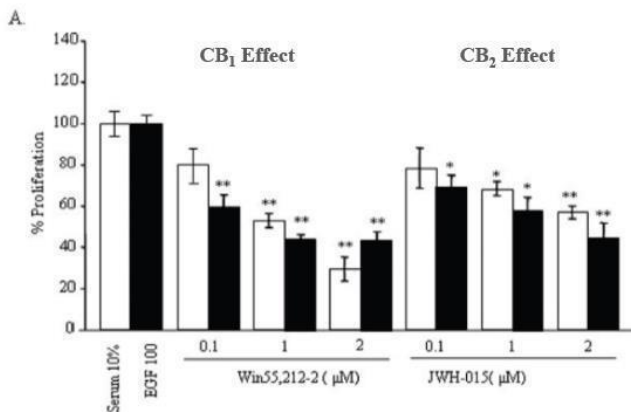


Observed slope is significantly different from flat line ($p=0.0001$).
Data on file.

At the intended dose (125-250 μg),
25% of subjects experienced gaining
3% or greater of baseline body weight

Side effect profile of ART27.13 (MAD study) at intended dose		
Side effects	Placebo	ART27.13 250 μg
Mild	91%	89%
Moderate	9%	10%
Severe	0%	1%
# AEs/subjects	121/10	169/8

Supportive Activity Data for CB₁/CB₂ Agonists as Anti-Tumor Agents



- Synthetic cannabinoids have **anti-tumor effects** as a monotherapy
- Effects are blocked by cannabinoid antagonists
- Driven by both CB₁ and CB₂ effects
- >50% inhibitory effects observed for **cell killing, tumor shrinkage and reduction in metastasis**
- JWH (CB₂) and Win (CB₁) are not suitable for the clinic and very few dual CB₁/CB₂ agonists have been designed to be peripherally restricted; reducing potential CNS side effects

Cancer Prev Res (Phila) . 2011 January ; 4(1): 65-75.



ART 12.11
Proprietary CBD Composition

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Cannabidiol's Protection Challenge for Pharmaceutical Development

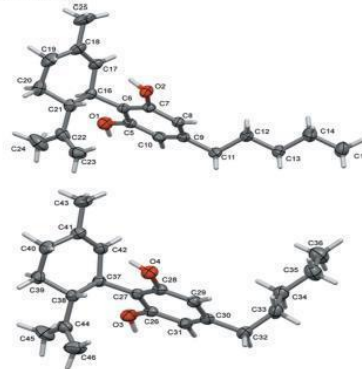
- Cannabidiol (CBD) is in the **public domain**
- **Market exclusivity** strategies used by others
 - Delivery method (proprietary patch, spray, ointment, chewing gum, etc.)
 - Derivative manipulation (change the molecule to create new chemical entity)
 - Development in a narrow disease (Orphan Drug protection and discrete use patents)
- Artelo's solution: based upon **cocrystalization**; a well-developed and established pharmaceutical strategy
- A pharmaceutical cocrystal of CBD offers Artelo the exclusive opportunity to:
 - 1) Develop a cannabidiol-based drug product with the **potential for improved safety and efficacy**
 - 2) Establish a **strong proprietary position** as cocrystals are viewed as patentable subject matter
- In 2017, Artelo filed a **patent application** for ART12.11 with broad claims

Cannabidiol's Inherent Polymorphism Challenge for Drug Development

- Polymorphism in pharmaceuticals refers to the ability of a **solid material** to exist in two or more crystalline forms
- Polymorphic forms typically differ in their physicochemical properties and exhibit differences in **pharmacological properties** including absorption rate and overall bioavailability
- "Polymorphism can affect the **quality, safety, and efficacy** of the drug product."⁽¹⁾
- A drug based on a specific polymorphic form or with reduced polymorphism is likely to have an **improved safety and efficacy profile**

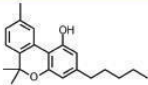
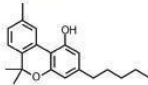
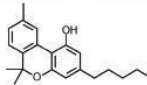
(1) Andre S. Raw, Director, Division of Chemistry | FDA-CDER-Office of Generic Drugs
Regulatory Consideration on Pharmaceutical Solids: Polymorphs / Salts and Cocrystals

The molecular structure of the two independent molecules of cannabidiol (CBD), with the atom labelling, indicating inherent polymorphism of CBD



Cannabidiol revisited: T. Mayr, T. Grassl, N. Korber, a V. Christoffelb and M. Bodensteiner, IUCrData (2017). 2, x170276,
<https://doi.org/10.1107/S2414314617002760>

Cannabidiol (CBD) Comparisons

	Phytocannabinoid Isolate	Synthetic Cannabinoid	Artelo's Cocrystal
Active Pharmaceutical CBD			
Composition of Matter Patent Protection	None	None	Pending
Problematic Polymorphism	Inherent	Inherent	None identified (monomorph)
Expected Superiorities	None	Least cost to mfg	Higher melting point Consistency in absorption Improved safety / efficacy Low mfg cost



ART 26.12
FABP₅ Inhibitor

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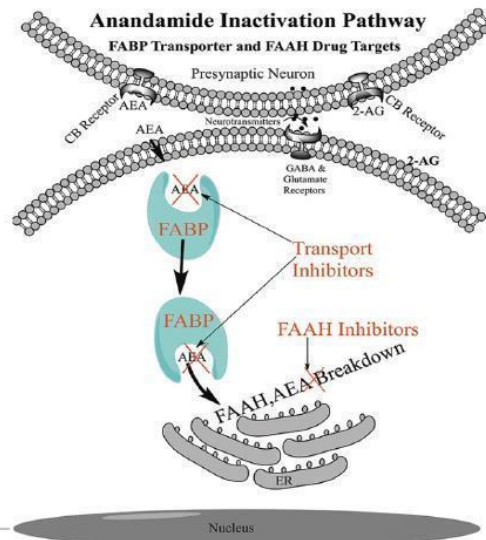
Next Generation Endocannabinoid Modulator

- **Highly-selective, highly-potent FABP5 inhibitor**
- Invented at Stony Brook University
- Nearly **\$4M invested** via NIH grants
- Two promising applications:
 - Novel and exciting mechanism of **modulating the endocannabinoid system**
 - New approach to **cancer treatment**
- Developing for indications in pain, inflammation, and cancer
- Development ongoing to formulate and test a novel, selective lead FABP5 inhibitor
- Plan to take forward into IND-enabling studies in 1H 2019



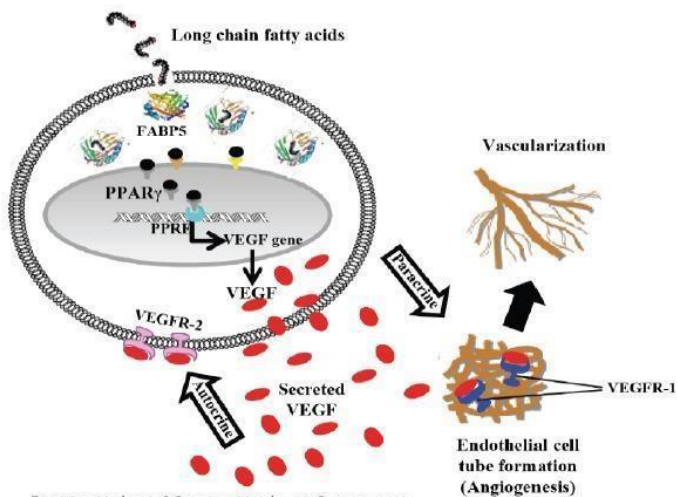
FABP5 and the Endocannabinoid System

- Overexpression of FABP5 increases the hydrolysis of anandamide (AEA)
- FABP5 inhibition decreases AEA hydrolysis
- FABP5 inhibition increases AEA levels
- Alternative mechanism to increase endocannabinoid tone
- FABP5 inhibition leads to CB1-mediated analgesia



FABP5 is a Validated Target for Cancer Drug Development

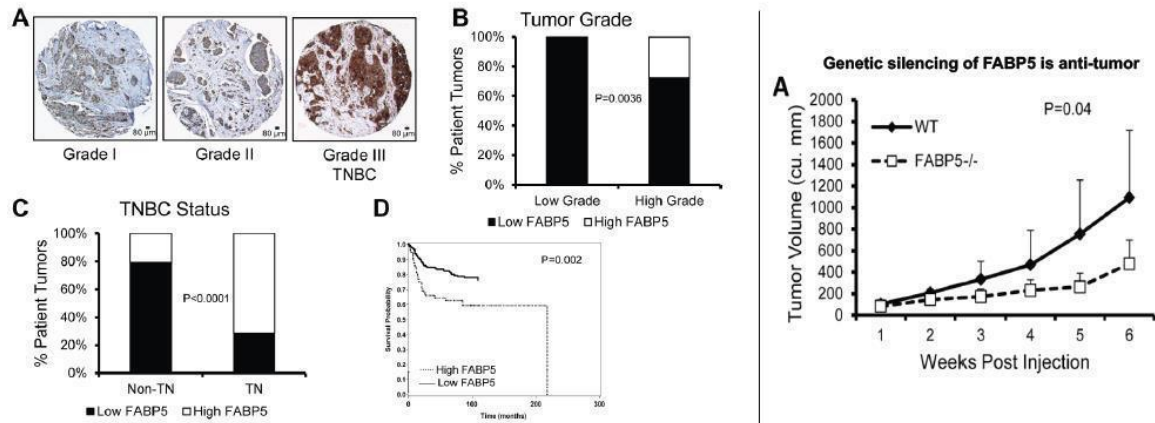
- FABP5 delivers fatty acids to the nucleus to activate PPAR β/δ and PPAR γ
- Activation induces cell growth, survival genes, and angiogenic factors



Forootan et al., 2016 Oncotarget vol 7, no. 8 p9322-9339

FABP5 is Upregulated in Breast, Prostate, and Cervical Cancer

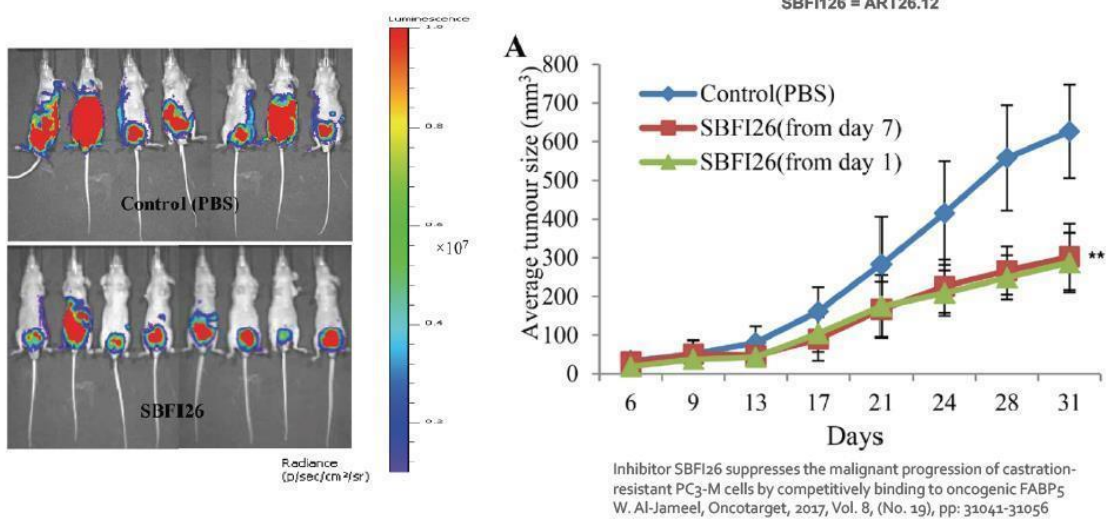
In cancer patients, FABP5 is upregulated, correlates with tumor grade, and is associated with poor prognosis



Data above from breast cancer. Liu et al., 2011; Levi et al., 2013; Powell et al., 2015; Guaita-Esteruelas et al., 2017. Similar findings published in prostate and cervical cancer. Forootan et al., 2010; Jeong et al., 2012.

Powell et al., 2015 Oncotarget vol 6, no. 8 p6373-6385

FABP5 Inhibitor Decreases Tumor Growth in Prostate Cancer Model





Company

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Proven Leadership

MANAGEMENT	NON-EXECUTIVE DIRECTORS	SCIENTIFIC COLLABORATORS
<p>Gregory Gorgas President & CEO, Director Biogen Idec, Chiron, Cetus, Upjohn</p> <p>Steve Reich, MD Chief Medical Officer Pfizer, Ligand, Biogen</p> <p>Peter O'Brien SVP, European Operations, Director HSBC, Driver & Labour Recruit, Nursing Station</p>	<p>Connie Matsui Chair of the Board Nominating & Governance Committee Chair Biogen Idec, Wells Fargo, Board Chair Halozyme</p> <p>Steven Kelly Compensation Committee Chair Theracrine, Innovive, Amgen, IDEC, Sanofi</p> <p>Douglas Blayney, MD ASCO President, Stanford Cancer Center, University of Michigan, NCI</p> <p>Georgia Erbez Audit Committee Chair Jeffries, Cowen, H&Q, Raptor Pharmaceuticals</p> <p>Martin Emanuele, PhD Program Lead / Inventor ART12.11 DuPont, Avanir, DaVita</p>	<p>Saoirse O'Sullivan, PhD Program Lead ART26.12 University of Nottingham, UK</p> <p>Andy Yates, PhD Program Lead ART27.13 UK Pharmacist, AstraZeneca</p> <p>Steve Laviolette, PhD University of Western Ontario, Canada</p>



Achieved & Near-Term Anticipated Milestones

EVENT	EXPECTED TIMING
ART27.13 Secured Material Data Transfer Agreement and License Option	✓
ART12.11 Discovered cocrystal and filed patent application	✓
ART26.12 Obtained world-wide exclusive license to FABP5 target and compounds	✓
Steve Reich, MD appointed Chief Medical Officer	✓
OTCQB listing	✓
S-1 Registration effective (selling stockholders)	✓
Listing on a Canadian exchange	2H 2018
ART27.13 Cancer cell line screening results	Q3 2018
ART12.11 Composition of Matter patent issues	1H 2019
ART27.13 Initiate Phase 2 in anorexia associated with cancer	1H 2019
ART26.12 Begin IND-enabling studies	1H 2019



Market and Capital Data

Markets: Symbol	OTCQB: ARTL Canadian exchange (anticipated 2H 2018)
Market Cap ⁽¹⁾	USD \$14.3M CDN \$18.3M
Shares Outstanding ⁽²⁾	12,781,195
Warrants ⁽²⁾	3,261,195
Options ⁽²⁾	None
Restricted Stock ⁽²⁾	520,000
Fully Diluted ⁽²⁾	16,562,390
Cash / Cash Equivalents ⁽³⁾	USD \$0.525M CDN \$0.670M

⁽¹⁾ May 15, 2018, ⁽²⁾ May 11, 2018, ⁽³⁾ February 28, 2018



Investment Summary



Three key platforms

- Developing best-in-class therapeutics from leading edge science
- Portfolio approach to endocannabinoid system (ECS) modulation provides multiple “shots on goal”



High-growth sector

- Cannabis Biotech/Pharma Market is expected to surpass \$20 billion by 2020
- Premium pricing potential within regulated and protected pharmaceutical market



Near-term catalysts

- Pre-clinical development milestones and initiation of clinical studies



Robust patent fortress

- Comprehensive issued and pending intellectual property
- Broad claims assure meaningful market exclusivity



Proven leadership team

- Unmatched combination of deep scientific insights, discovery research, and clinical experience
- Led by recognized experts in regulated drug development and global commercial management

A microscopic image of neurons, showing cell bodies and long, branching processes, set against a dark blue background with a warm orange glow. The neurons are interconnected, forming a complex network.

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ARTELO BIOSCIENCES COMMENCES TRADING ON OTCQB

LA JOLLA, CA - May 30, 2018 - Artelo Biosciences, Inc. (OTCQB: ARTL), a biopharmaceutical company focused on the development of therapeutic treatments that modulate the endocannabinoid system, is pleased to announce that as of May 21, 2018, its shares began trading on the OTCQB under the symbol ARTL.

“The trading of Artelo’s shares on the OTCQB represents a significant strategic milestone that will help to enhance our visibility among the investor public,” said Gregory D. Gorgas, chief executive officer of Artelo Biosciences. “We look forward to sharing additional milestones in the coming months.”

The OTCQB Venture Market offers early stage and developing companies the benefits of being publicly traded in the U.S. and streamlined market standards which enable listed companies to provide a strong baseline of transparency to inform and engage with U.S. investors. To be eligible, companies must be current in their reporting, meet a minimum bid price test and undergo an annual verification and management certification process. As a verified market with efficient access to U.S. investors, OTCQB helps companies build shareholder value with a goal of enhancing liquidity and achieving fair valuation.

About Artelo Biosciences

Artelo Biosciences, Inc. (OTCQB: ARTL) is a San Diego-based biopharmaceutical company dedicated to the development and commercialization of proprietary therapeutics targeting the endocannabinoid system. Artelo is rapidly advancing a portfolio of broadly applicable product candidates designed to address significant unmet needs in multiple diseases and conditions, including cancer, pain, and inflammation. Led by proven biopharmaceutical executives collaborating with highly respected researchers and technology experts, the company applies leading edge scientific, regulatory, and commercial discipline to develop high-impact therapies. More information is available at www.artelobio.com and Twitter: @ArteloBio.

Forward Looking Statements:

This press release contains certain 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 and Private Securities Litigation Reform Act, as amended, including those relating to the Company's product development, clinical and regulatory timelines, market opportunity, competitive position, possible or assumed future results of operations, business strategies, potential growth opportunities and other statements that are predictive in nature. These forward-looking statements are based on current expectations, estimates, forecasts and projections about the industry and markets in which we operate and management's current beliefs and assumptions.

These statements may be identified by the use of forward-looking expressions, including, but not limited to, "expect," "anticipate," "intend," "plan," "believe," "estimate," "potential," "predict," "project," "should," "would" and similar expressions and the negatives of those terms. These statements relate to future events or our financial performance and involve known and unknown risks, uncertainties, and other factors which may cause actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include those set forth in the Company's filings with the Securities and Exchange Commission. Prospective investors are cautioned not to place undue reliance on such forward-looking statements, which speak only as of the date of this press release. The Company undertakes no obligation to publicly update any forward-looking statement, whether as a result of new information, future events or otherwise.

Contact: ir@artelobio.com

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