

**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): September 12, 2021

Cocrystal Pharma, Inc.

(Exact name of registrant as specified in its charter)

Delaware (State or other Jurisdiction of Incorporation)	001-38418 (Commission File Number)	35-2528215 (IRS Employer Identification No.)
19805 N. Creek Parkway Bothell, WA (Address of principal executive offices)		98011 (Zip Code)

Registrant's telephone number, including area code: (786) 459-1831

(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. ☐

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

Title of Each Class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock	COCP	The Nasdaq Stock Market LLC (The Nasdaq Capital Market)

Item 7.01 Regulation FD Disclosure

Beginning at 1:00 a.m. ET on September 13, 2021, in connection with its senior management presenting at the H.C. Wainwright 23rd Annual Global Investment Conference being held September 13-15, 2021, Cocrystal Pharma, Inc. (the "Company") is making available a webcast of the presentation on its website. A copy of the slide presentation is being furnished as Exhibit 99.1 hereto and is incorporated herein by reference.

The information in this Item 7.01 (including Exhibit 99.1) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities under such section, and shall not be deemed to be incorporated by reference into any filing of the Company under the Securities Act of 1933, or the Exchange Act.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

Exhibit	Description
99.1	Cocrystal Pharma, Inc. Corporate Presentation, dated September 2021
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.

Cocrystal Pharma, Inc.

Date: September 14, 2021

By: /s/ James Martin

Name: James Martin

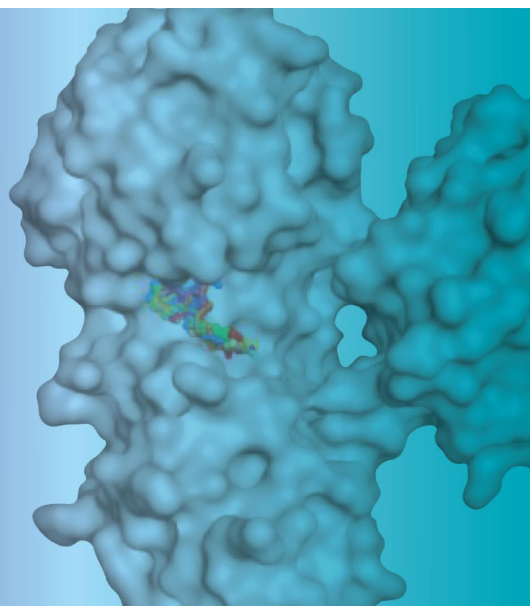
Title: Chief Financial Officer and Co-Interim Chief Executive Officer



Potent antivirals to combat
some of the most serious
diseases facing humanity

September 2021

Nasdaq: COCP
www.cocrystalpharma.com



Forward-Looking Statements



This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, including statements regarding the market opportunities for the treatment of acute and chronic viral diseases which are the focus of our programs; the development pipeline; expected results of our collaboration with Merck Sharp & Dohme Corp. ("Merck"), including the anticipated characteristics of the drug candidates developed as the result of this collaboration, expected funding by Merck of future research, and development and commercialization of products derived from such collaboration, and the expected future payments and royalties in connection with the collaboration; the expected future characteristics and progress in developing a compound for the effective treatment and prevention of COVID-19 infections and the anticipated timing of achieving the value-driving milestones, including selecting a preclinical lead for an oral broad spectrum protease inhibitor by year end and initiating two IND-enabling studies in H1 2022; the expected progress of our Influenza A program, including the initiation of Phase 1 study in Q3 2021 and the expected timing of Australian regulatory approval to initiate the Phase 1 study; the expected progress of our norovirus program and the anticipated timing of achieving the value-driving milestones, including preclinical lead selection planned for 2022-2023; our and our expectations regarding future liquidity.

Forward-looking statements are prefaced by words such as "anticipate," "expect," "plan," "could," "may," "will," "should," "would," "intend," "seem," "potential," "appear," "continue," "future," "believe," "estimate," "forecast," "project," and similar words. Forward-looking statements are based on our current expectations and assumptions regarding our business, the economy and other future conditions. Because forward-looking statements relate to the future, they are subject to inherent uncertainties, risks and changes in circumstances that are difficult to predict. We caution you, therefore, against relying on any of these forward-looking statements. Our actual results may differ materially from those contemplated by the forward-looking statements for a variety of reasons, including, without limitation, the risks arising from the impact of the COVID-19 pandemic on the national and global economy, on our collaboration partners, CROs, CMOs, and on our Company, including raw material and test animal shortages and other supply chain disruptions, the ability of our CROs to recruit volunteers for, and to proceed with, clinical trials, possible delays resulting from the lockdown in Australia, the cooperation of the FDA in accelerating development in our COVID-19 program, our reliance on Merck for further development in the influenza A/B program under the license and collaboration agreement, our and our collaboration partners' technology and software performing as expected, the results of future preclinical and clinical trials, general risks arising from clinical trials, receipt of regulatory approvals, regulatory changes, and development of effective treatments and/or vaccines by competitors, including as part of the programs financed by the U.S. government. Further information on the risk factors that could cause actual results to differ materially from those expressed or implied by forward-looking statements, is contained in our filings with the Securities and Exchange Commission, including our Annual Report on Form 10-K for the year ended December 31, 2020. Any forward-looking statement made by us in this presentation speaks only as of the date on which it is made. Factors or events that could cause our actual results to differ may emerge from time to time, and it is not possible for us to predict all of them. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future developments or otherwise, except as may be required by law.

Applying powerful, proprietary drug discovery platform technology to develop first- and best-in-class broad-spectrum antiviral drugs

Advancing programs in high-value antiviral drug targets

- Pandemic SARS-CoV-2, SARS-CoV-2 variants, and coronaviruses
- Pandemic and seasonal influenza A
- Norovirus gastroenteritis

Drug candidates with clinically validated mechanisms of action

- Effectively cure viral diseases
- Broad-spectrum and potent antiviral activity
- Designed to be effective for emerging variants and existing drug resistant viruses

Proprietary drug discovery platform technology

- Unique drug discovery platform technology developed with Nobel Prize-winning technology

Focused on advancing a robust product pipeline toward commercialization

3

COCRYSTAL
PHARMA, INC.


Investment Highlights

- Targeting large, global markets for the treatment of acute and pandemic viral diseases
- Proprietary drug discovery platform technology
- Advancing COVID-19 and influenza programs:
 - Influenza A CC-42344, Phase 1 (oral administration) regulatory approval expected Q3 2021
 - COVID-19 oral protease inhibitor, IND-enabling studies: H1 2022
 - COVID-19 CDI-45205 lead molecule selected, scaling up API
- Merck collaboration for influenza A/B therapeutic validates Cocrystal's drug discovery platform technology with potential for up to \$156 million in milestone payments + royalties
- Seasoned leadership includes experienced management, senior scientists and two Nobel laureates
- Cost-efficient operations and clean capital structure; cash runway through 2024

4

COCRYSTAL
PHARMA, INC.

Robust Therapeutic Pipeline Addressing Unmet Medical Needs

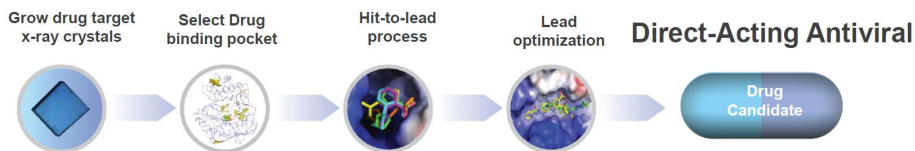
Program		Discovery	Preclinical	Phase 1	Phase 2	Phase 3
COVID-19	Oral Protease Inhibitor					IND-enabling studies in H1 2022
COVID-19 (Licensed)	CDI-45205 Protease Inhibitor					IND-enabling studies in H1 2022
COVID-19	Replication Inhibitors					Discovery ongoing
Influenza A	CC-42344 PB2 Inhibitor					Planned Phase 1 trial initiation in Q3 2021
Influenza A/B	Influenza A/B Inhibitor					In collaboration with  MERCK
Hepatitis C (HCV)	CC-31244 Pan-genotypic NS5B NNI					Available for partnering
Norovirus Gastroenteritis	Replication and Protease Inhibitors					Preclinical lead selection planned for 2022-2023

5

COCRYSTAL
PHARMA, INC.

Proprietary Drug Discovery Platform Technology for Direct-Acting Antivirals

Cocrystal's technology platform provides potential for novel drug candidates at reduced development timelines and costs



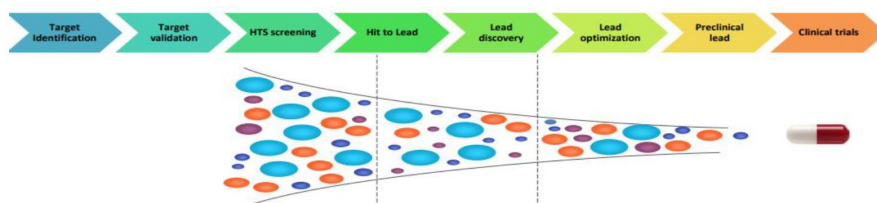
Provide high resolution 3D structures of drug target complexed with inhibitor at atomic level

6

COCRYSTAL
PHARMA, INC.

Platform Provides Rapid, Efficient Drug Discovery and Development

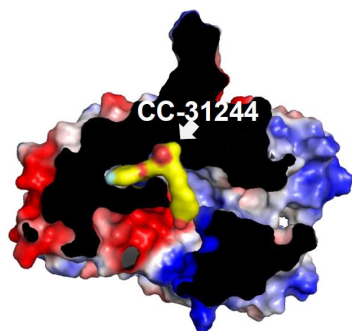
Traditional antiviral drug discovery and development can be long, costly and risky, with high rates of attrition



Cocrystal's technology platform provides potential for viable drug candidates at reduced costs and with shorter discovery and development timelines

7

COCRYSTAL
PHARMA, INC.

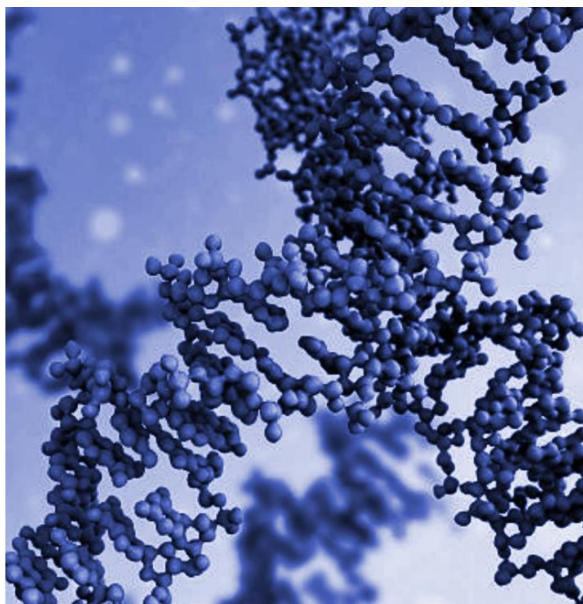


- Provide 3D structures of inhibitor protein complexes at near-atomic resolution with immediate insight to guide chemistry
- Identify novel drug binding pockets
- Design and develop broad-spectrum inhibitors with high barrier to drug resistance

8

COCRYST
PHARM, INC.

SARS-CoV-2 and SARS-CoV-2 Variants, and other Coronaviruses



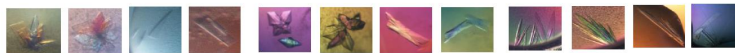
Significant Need for Antivirals to Combat Coronavirus Infections

- There is no approved COVID-19 antiviral prophylactic treatment
- There is no approved oral COVID-19 antiviral treatment
- Coronaviruses constantly change through mutation¹
- Multiple variants of COVID-19 have emerged¹
- The original variant that caused the initial COVID-19 cases in January 2020 is no longer circulating as newer variants have increased²

¹<https://www.cdc.gov/coronavirus/2019-ncov/variants/variant.html>

²<https://www.cdc.gov/coronavirus/2019-ncov/variants/understanding-variants.html>

Novel COVID-19 Preclinical Leads

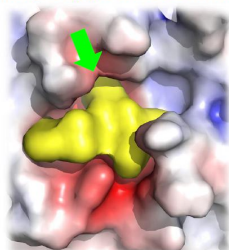


SARS-CoV-2 main protease (1.8 Å)

SARS-CoV-1 main protease (1.56 Å)

MERS-CoV main protease (1.9 Å)

Main (3CL) protease inhibitor



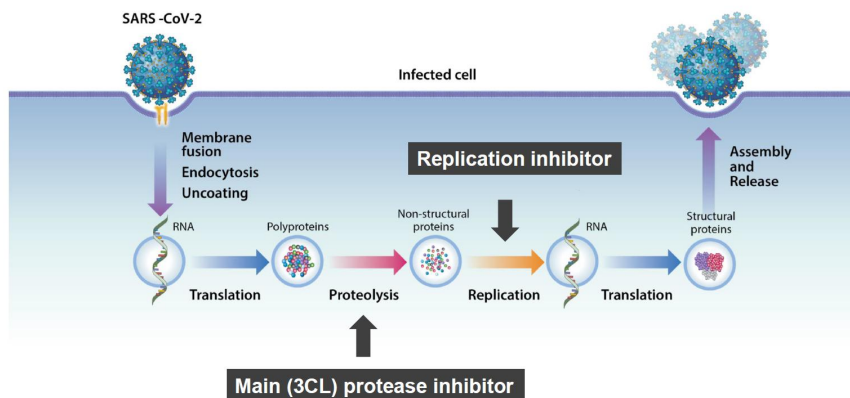
Cocrystal structure of SARS-CoV-2
Main (3CL) protease

- Binds to a highly conserved, essential residue (Cys145) of SARS-CoV-2 main (3CL) protease and other coronavirus main (3CL) proteases
- Exhibits broad-spectrum activity against SARS-CoV-2 and its variants
- Shows favorable ADMET and PK properties and in vivo efficacy in MERS-CoV infected mouse model

11

COCRYSTAL
PHARMA, INC.

COVID-19: How Cocrystal Protease Inhibitor Will Work



12

COCRYSTAL
PHARMA, INC.

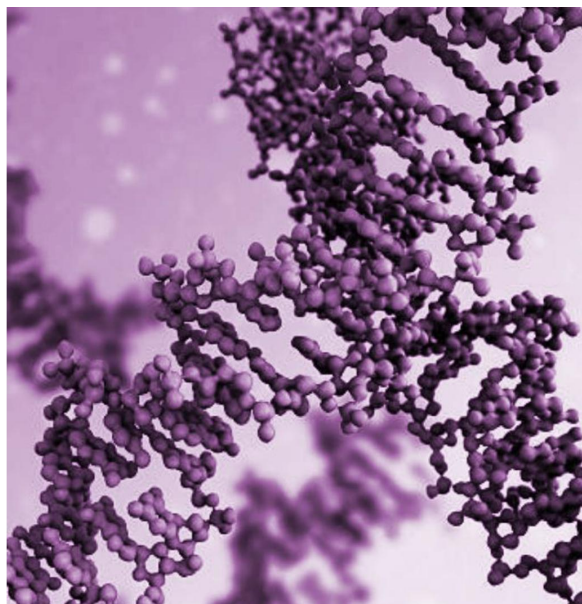
COVID-19 Program Status

- Oral broad-spectrum protease inhibitor
 - Expects to select preclinical lead by year end 2021
 - Initiated scale-up synthesis
 - Plan to initiate IND-enabling studies in H1 2022
- Oral broad-spectrum replication inhibitors
 - Lead discovery ongoing
- Intranasal broad-spectrum protease inhibitor, CDI-45205
 - Licensed from Kansas State University Research Foundation (KSURF)
 - Completed exploratory toxicology study
 - Initiated scale-up synthesis and process chemistry development
 - Plan to initiate IND-enabling studies in H1 2022

13

COCRYST
PHARMA, INC.

Influenza A Program



Influenza: A Major Global Health Concern

- Worldwide: 1 billion cases¹, 3-5 million severe illnesses² and up to 650,000 deaths¹ annually
- U.S. statistics in flu season³ (Oct. 1, 2019-April 4, 2020)
 - 39-56 million cases
 - 18-26 million medical visits
 - 410,000-740,000 hospitalizations
 - 24,000-62,000 deaths
- Not well managed with currently approved vaccines having only 10-60% efficacy¹
- Current antivirals are burdened by significant viral resistance
 - Tamiflu® has long history of drug resistance⁴
 - Xofluza™ has shown emergence of drug resistant mutations⁵

¹ResearchAndMarkets.com, *Transformative Influenza Vaccines, 2020* <https://www.researchandmarkets.com/reports/5187584/transformative-influenza-vaccines-2020>

²World Health Organization (WHO): <https://www.medscape.com/answers/219557-3459/what-is-the-global-incidence-of-influenza>

³CDC: <https://www.cdc.gov/flu/about/burden/preliminary-in-season-estimates.htm>

⁴ScienceDaily (March 2014) Tamiflu-resistant influenza related to mutations in genome

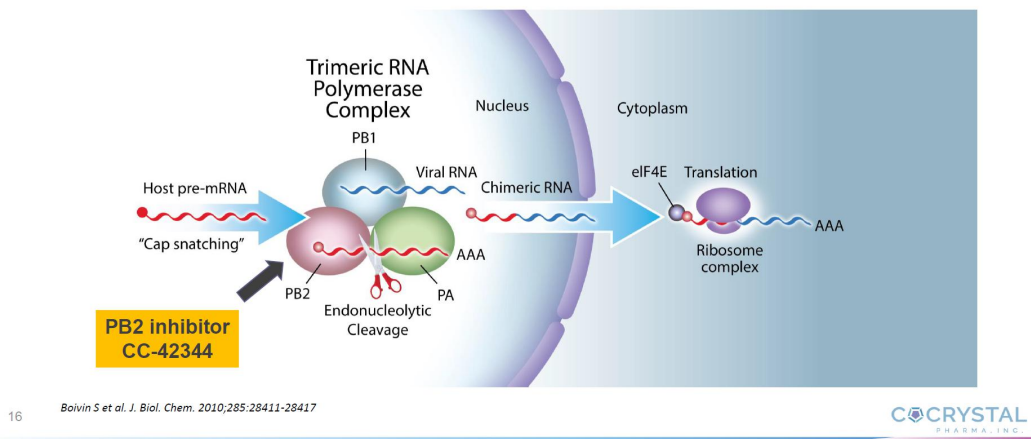
⁵NEJM Journal Watch (September 2018) A Promising Drug for Influenza?

15

COCRYST
PHARMA, INC.

PB2 Inhibitor CC-42344 Blocks Influenza Viral Replication

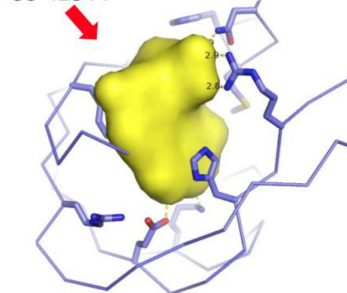
Cap Binding (PB2), Endonuclease (PA), and Polymerase (PB1) are Essential for Influenza Viral Replication



CC-42344: Pandemic and Seasonal Influenza A Therapeutic



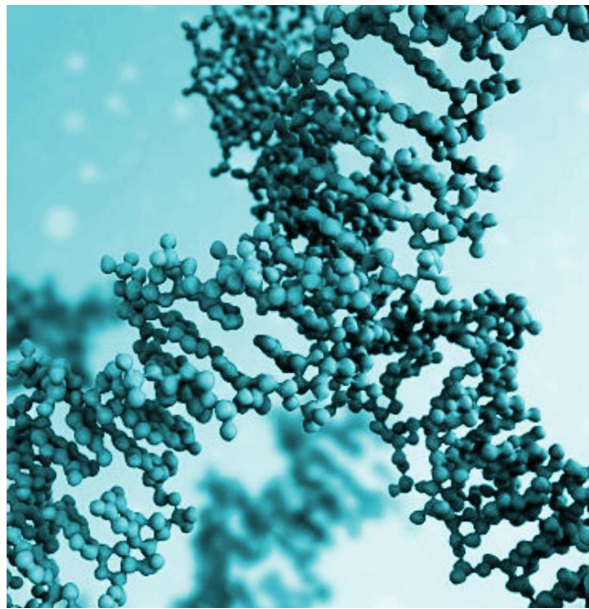
CC-42344



Cocrystal structure of CC-42344 (1.47 Å)

- PB2 inhibitor binds to highly conserved pocket on replication enzyme
- Exhibits excellent broad-spectrum activity against pandemic and seasonal strains, and activity against known resistant strains
 - Pandemic H1N1 and H1N1 Xofluza resistant, H3N2 and H3N2-oseltamivir resistant, H5N1 (avian flu), H7N7
- Has favorable pharmacokinetic and drug-resistance profiles
- Demonstrated strong in vitro synergistic effects in combination studies with Xofluza, Tamiflu and Favipiravir
- IND-enabling studies completed
- Australian regulatory approval to initiate Phase 1 study expected in Q3 2021

Influenza A/B Program with



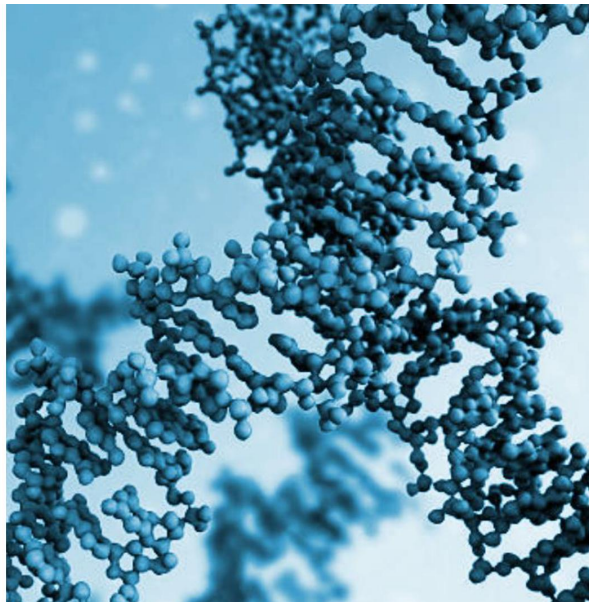
Collaboration Validates Technology with Potential for Lucrative Returns

- Broad-spectrum, potent candidates developed to be active against seasonal, pandemic and existing drug-resistant influenza A and B strains
- Announced exclusive worldwide license and collaboration with Merck in January 2019

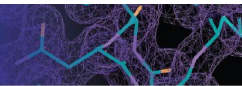
**Cocrystal eligible to receive up to \$156 million in milestone payments
+ royalties on product sales**

- Agreement structure for first 2 years:
 - Cocrystal received \$4 million upfront and reimbursed R&D expenses
 - Jointly developed potent influenza A/B inhibitors
 - Cocrystal met all research collaboration agreement obligations
- Merck's responsibilities under current phase of agreement:
 - R&D, including clinical development and funding
 - Worldwide commercialization of product(s) derived from collaboration

Norovirus Gastroenteritis Program



Norovirus: Large Market with No Approved Treatments



- Highly contagious virus that causes symptoms of acute gastroenteritis including nausea, vomiting, stomach pain and diarrhea
- Major cause of gastrointestinal illness in closed and crowded environments including hospitals, nursing homes, childcare facilities and cruise ships
- Responsible for approximately 685 million infections annually worldwide and nearly 90% of all epidemic, non-bacterial outbreaks of gastroenteritis¹
- Estimated annual cost of \$60 billion worldwide due to direct healthcare costs and lost productivity¹
- Between 19 million and 21 million cases and 109,000 hospitalizations annually in the U.S.¹

¹CDC, Norovirus Disease in the United States, 2020

21

COCRYSTAL
PHARMA, INC.

Developing Broad-Spectrum Norovirus Protease and Replication Inhibitors

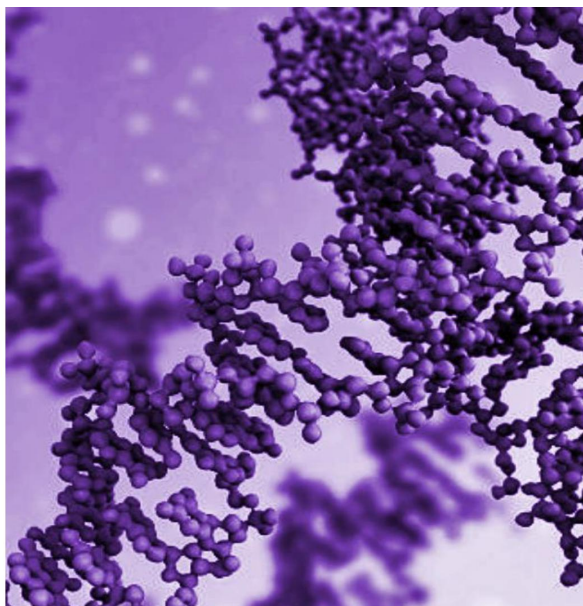


- Broad-spectrum norovirus protease and replication inhibitors are being developed
- Ongoing drug discovery efforts
 - Oral protease inhibitor discovery using its proprietary drug discovery platform technology
 - Preclinical evaluation of KSURF licensed norovirus protease inhibitors
 - Proof-of-concept animal model studies with selected inhibitors
- Preclinical lead selection planned for 2022-2023

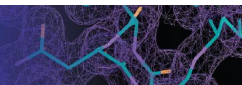
22

COCRYSTAL
PHARMA, INC.

Hepatitis C Program



Hepatitis C: Increase in Rate of New Infections



- An estimated 58 million people worldwide have chronic hepatitis C virus infection, with about 1.5 million new infections occurring per year¹
- An estimated 290,000 deaths occurred in 2019 worldwide due to hepatitis C, mostly from cirrhosis and hepatocellular carcinoma (primary liver cancer)¹
- Rate of new hepatitis C infections in U.S. reported to CDC in 2018 was four times as high as 2010²
- Need for shorter duration of therapy with novel direct-acting antivirals

¹WHO statistics: <https://www.who.int/news-room/fact-sheets/detail/hepatitis-c>

²U.S. Health and Human Services statistics <https://www.hhs.gov/hepatitis/learn-about-viral-hepatitis/data-and-trends/index.html>

CC-31244: HCV NNI Next-Generation Combination Cocktail Therapy



- Potential best-in-class HCV non-nucleoside inhibitor (NNI) with a strong profile
- Broad-spectrum, potent NS5B polymerase inhibitor with high barrier to resistance
- Effective against known NNI drug-resistant variants
- Once-a-day orally administered; liver targeting
- Phase 2a combination trial with favorable results¹

Seeking partner for clinical advancement of CC-31244 as a combination therapy

¹Trial design: first 2 weeks of CC-31244 + Eplclusa, then additional 4 weeks of Eplclusa only, for total of 6 weeks of treatment

Seasoned Leadership

Management

Sam Lee, Ph.D.

Interim Co-Chief Executive Officer & President

25+ years of anti-infective drug discovery research experience, including HCV and influenza antivirals; played key role in early development of phosphoinositide 3-kinase (PI3K) delta inhibitor, Zydelig

icob[®]

Zydelig

James J. Martin, MBA, CPA

Interim Co-Chief Executive Officer & Chief Financial Officer

25+ years of finance and management experience including providing financial leadership to commercial-stage, publicly traded health science companies

YBI VACCINES

MOTUS[®]

SciVee

nims

Scientific Advisory Board

Roger Kornberg, Ph.D.

Chairman of the Board, Chairman of the Scientific Advisory Board

- Professor Stanford University School of Medicine
- Nobel Laureate

Michael Levitt, Ph.D.

Member

- Professor Stanford University School of Medicine
- Nobel Laureate

Baek Kim, Ph.D.

Member

- Director of Center for Drug Discovery Emory University

Bob Lehman, Ph.D.

Member

- Professor (Emeritus) Stanford University School of Medicine

Gary Schoolnik, M.D.

Member

- Professor (Emeritus) Stanford University School of Medicine

Roland Strong, Ph.D.

Member

- Professor Fred Hutchinson Cancer Research Center

Christophe Verlinde, Ph.D.

Member

- Professor (Emeritus) University of Washington

26

COCRYSTAL
PHARMA, INC.

Expanding Intellectual Property Portfolio

Coronavirus

- Issued patents in U.S. and major countries
- Pending U.S. provisional applications

Pandemic Influenza A

- PB2 (influenza A inhibitor)
 - Pending applications in PCT and Taiwan
 - Pending U.S. provisional applications

Influenza A/B

- Influenza A/B inhibitor
- Pending applications in U.S. and worldwide

Norovirus

- Issued patents in U.S. and major countries
- Pending U.S. provisional applications

HCV

NS5B (NNI)

- Issued patents in U.S.
- Pending applications in U.S. and worldwide
- Pending U.S. provisional application

27

COCRYSTAL
PHARMA, INC.

Financial Snapshot

~\$121 Million
Market cap

16.3 Million
Average 3 month
daily share volume¹

\$67.1 Million
Cash/equivalents as of
June 30, 2021

97.5 Million
Common shares outstanding

99.5 Million
Fully diluted shares

- Clean balance sheet
 - No preferred shares
 - No debt
- Only 243,000 warrants
- Cash runway beyond 2024

¹ Yahoo Finance

28

COCRYST
PHARMA, INC.

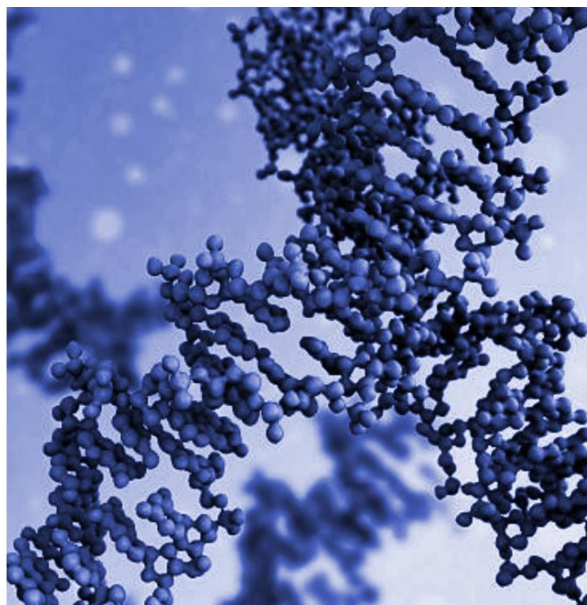
Summary

- Targeting large, global markets for the treatment of acute and pandemic viral diseases
- Proprietary drug discovery platform technology
- Advancing COVID-19 and influenza programs:
 - Influenza A CC-42344, Phase 1 (oral administration) regulatory approval expected Q3 2021
 - COVID-19 oral protease inhibitor, IND-enabling studies: H1 2022
 - COVID-19 CDI-45205 lead molecule selected, scaling up API
- Merck collaboration for influenza A/B therapeutic validates Cocystal's drug discovery platform technology with potential for up to \$156 million in milestone payments + royalties
- Seasoned leadership includes experienced management, senior scientists and two Nobel laureates
- Cost-efficient operations and clean capital structure; cash runway through 2024

29

COCRYST
PHARMA, INC.

Appendix



CC-31244: HCV NNI Next-Generation Combination Cocktail Therapy

- Potential best-in-class HCV non-nucleoside inhibitor (NNI) with a strong profile
- Broad-spectrum, potent NS5B polymerase inhibitor
- Effective against known NNI drug-resistant variants
- Orally administered; liver targeting

Favorable HCV Phase 2a trial results

- 6 weeks of Epclusa® therapy including 2 weeks of CC-31244
- Treatment was well tolerated with no study discontinuations due to adverse events
- 8 of 12 subjects (67%) achieved both SVR12 and SVR24 (considered virologic cure)
- 4 patients had virologic relapse at Week 10, 4 weeks after completion of treatment
- 8 patients who achieved SVR had significantly higher frequency of CD8+ T cells compared with the 4 who relapsed, providing opportunities for personalized medicine