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): **February 21, 2023**

Dermata Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware	**001-40739**	**86-3218736**
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

3525 Del Mar Heights Rd., #322
San Diego, CA 92130
(Address of principal executive offices, including zip code)

(858) 800-2543
(Registrant's telephone number, including area code)

N/A
(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))

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

Title of Each Class:	**Trading Symbol**	**Name of Each Exchange on which Registered**
Common Stock, par value $0.0001 per share	DRMA	The Nasdaq Capital Market
Warrants, exercisable for one share of Common Stock	DRMAW	The Nasdaq Capital Market

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 2.02. Results of Operations and Financial Condition.

On February 21, 2023, Dermata Therapeutics, Inc. (the "Company") issued a press release disclosing certain information regarding its results of operations for the fiscal year ended December 31, 2022. A copy of the press release is furnished under Item 2.02 as Exhibit 99.1.

The information included in this Item 2.02, and Exhibit 99.1 to this Current Report on Form 8-K, shall not be deemed "filed" for the purposes of or otherwise subject to the liabilities under Section 18 of the Securities Exchange Act of 1934 as amended (the "Exchange Act"). Unless expressly incorporated into a filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act made after the date hereof, the information contained in this Item 2.02 and Exhibit 99.1 hereto shall not be incorporated by reference into any filing of the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 7.01. Regulation FD Disclosure.

See "Item 2.02 Results of Operations and Financial Condition" above.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release, dated February 21, 2023, issued by Dermata Therapeutics, Inc. entitled "Dermata Therapeutics Provides Corporate Update and Reports Full Year 2022 Financial Results."
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

Signature

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.

DERMATA THERAPEUTICS, INC.

Dated: February 21, 2023

By: */s/ Gerald T. Proehl*
Gerald T. Proehl
Chief Executive Officer

Dermata Therapeutics Provides Corporate Update and Reports Full Year 2022 Financial Results

- End of Phase 2 meeting with FDA for DMT310 for moderate-to-severe acne expected in 2Q 2023 –

- Initiation of DMT310 Phase 3 clinical trial program in moderate-to-severe acne patients expected in 2H 2023-

- DMT410 partnering discussions ongoing -

SAN DIEGO, CA, February 21, 2023 – Dermata Therapeutics, Inc. (Nasdaq: DRMA; DRMAW) ("Dermata," or the "Company"), a clinical-stage biotechnology company focusing on the treatment of medical and aesthetic skin conditions, today highlighted recent corporate progress, and reported financial results for the year ended December 31, 2022.

"We are very excited for what Dermata has planned for 2023 for both our DMT310 and DMT410 programs," said Gerry Proehl, Dermata's Chairman, President, and Chief Executive Officer. "We believe advancing the DMT310 acne program into Phase 3 will be a significant step for our company. I am confident that our team can continue forward progress and build upon the results we saw in our positive DMT310 Phase 2b acne study, in which almost 45% of patients achieved an investigator global assessment, or IGA, score of 'clear' or 'almost clear' at the end of the 12-week clinical study. We are also encouraged by the progress made to further develop DMT410 as a potential method to topically deliver botulinum toxin for hyperhidrosis and aesthetic skin conditions."

Anticipated Upcoming Milestones

- **Type C Meeting Request with FDA on DMT310 Chemistry, Manufacturing, and Controls (CMC) questions.** Dermata has submitted a Type C meeting request to FDA with questions in order to receive feedback related to the CMC of DMT310 for Phase 3 and, if successful, a new drug application, or NDA, to FDA. The company expects to receive feedback from FDA in 1H 2023.

- **DMT310 End of Phase 2 Meeting with FDA.** Dermata plans to request an end of Phase 2 meeting with FDA in 2Q 2023. Feedback from FDA will help guide Dermata's design of its DMT310 Phase 3 clinical trial program in moderate-to-severe acne patients.

- **DMT310 Phase 3 Program in Moderate-to-Severe Acne**. After receiving feedback from the end of Phase 2 meeting with FDA, the Company intends to initiate its DMT310 Phase 3 clinical trial acne program in 2H 2023. If the Phase 3 program is successful, the Company intends to submit an NDA to FDA seeking regulatory approval of DMT310 for moderate-to-severe acne.

- **DMT410 Partnership Discussions.** Dermata continues to move forward with partnership discussions surrounding its DMT410 program for the topical delivery of botulinum toxin.

Full Year 2022 Financial Results

As of December 31, 2022, Dermata had $6.2 million in cash and cash equivalents, compared to $10.8 million as of December 31, 2021. Dermata expects its current cash resources are sufficient to fund operations into 3Q 2023.

Research and development expenses were $5.7 million for the year ended December 31, 2022, compared to $3.5 million for the year ended December 31, 2021. The increase in research and development expenses was due to increased clinical, non-clinical, and CMC expenses for the DMT310 program. Stock-based compensation expense attributable to research and development totaled $0.2 million for the year ended December 31, 2022, compared to $0.4 million for the year ended December 31, 2021.

General and administrative expenses were $4.0 million for the year ended December 31, 2022, compared to $4.4 million for the year ended December 31, 2021. Stock-based compensation expense attributable to general and administrative totaled $0.7 million for the year ended December 31, 2022, compared to $1.6 million for the year ended December 31, 2021.

About Dermata Therapeutics

Dermata Therapeutics, Inc. is a clinical-stage biotechnology company focusing on the treatment of medical and aesthetic skin conditions. The Company's lead product candidate, DMT310, is the Company's first product candidate being developed from its *Spongilla* technology platform. DMT310 is a once-weekly topical product candidate derived from a naturally sourced freshwater sponge with multiple unique mechanisms of action. DMT310 has been studied for the treatment of acne, rosacea, and psoriasis. The Company's second product candidate, DMT410, uses its *Spongilla* technology as a new method for topical intradermal delivery of botulinum toxin for the treatment of hyperhidrosis and multiple aesthetic skin conditions. Dermata is headquartered in San Diego, California. For more information, please visit http://www.dermatarx.com/.

Forward-Looking Statements

Statements in this press release that are not strictly historical in nature are forward-looking statements. These statements are based on the Company's current beliefs and expectations and new risks may emerge from time to time. Forward-looking statements are subject to known and unknown risks, uncertainties, assumptions, and other factors including, but are not limited to, statements related to: expectations with regard to the timing of meetings and/or responses from submissions with regulatory bodies; the uncertainties inherent in clinical trials; expectations with regard to any potential partnership opportunities for any of the Company's product candidates; the Company's expectations with regard to current cash and cash equivalents and the amount of time it will fund operations; the success, cost, and timing of its product candidates DMT310 and DMT410 development activities and ongoing and planned clinical trials; and whether the results of any ongoing or planned clinical trials of DMT310 or DMT410 will lead to future product development. These statements are only predictions based on current information and expectations and involve a number of risks and uncertainties. Actual events or results may differ materially from those projected in any of such statements due to various factors, including the risks and uncertainties inherent in drug development, approval, and commercialization, and the fact that past results of clinical trials may not be indicative of future trial results. For a discussion of these and other factors, please refer to Dermata's filings with the Securities and Exchange Commission. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. This caution is made under the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. All forward-looking statements are qualified in their entirety by this cautionary statement and Dermata undertakes no obligation to revise or update this press release to reflect events or circumstances after the date hereof, except as required by law.

DERMATA THERAPEUTICS, INC.
(Formerly Dermata Therapeutics, LLC)
Balance Sheets

In thousands, except share and per share data	December 31, 2022	December 31, 2021
Assets		
Cash and cash equivalents	$ 6,241	$ 10,799
Prepaid expenses and other current assets	703	825
Total assets	6,944	11,624
Liabilities		
Accounts payable	496	515
Accrued liabilities	426	1,002
Total liabilities	922	1,517
Equity	6,022	10,107
Total liabilities and equity	$ 6,944	$ 11,624

DERMATA THERAPEUTICS, INC.
(Formerly Dermata Therapeutics, LLC)
Statements of Operations

In thousands, except share and per share data	Years Ended December 31, 2022	2021
Operating expenses		
Research and development (1)	$ 5,651,041	$ 3,459,340
General and administrative (1)	4,023,445	4,397,524
Total operating expenses	9,674,486	7,856,864
Loss from operations	(9,674,486)	(7,856,864)
Interest (income) expense, net	(63,573)	45,613
Net loss	$ (9,610,913)	$ (7,902,477)
Deemed dividend upon redemption of 5,221,156 shares of Series 1c preferred stock	$ -	$ 269,038
Deemed dividend upon the amendment of terms of the Series 1d convertible preferred stock	$ -	$ 2,293,199
Net loss attributable to common stockholders	$ (9,610,913)	$ (10,464,714)
Net loss per common share, basic and diluted	$ (0.87)	$ (2.43)
Weighted average common shares outstanding, basic and diluted	11,050,662	4,302,232
(1) Includes the following stock-based compensation expense		
Research and development	$ 218,324	$ 354,201
General and administrative	$ 712,001	$ 1,551,207

Investors:
Sean Proehl
Senior Director, Legal and Business Development
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