

**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: November 20, 2023  
(Date of earliest event reported)

**Orogenics, Inc.**

(Exact name of registrant as specified in its charter)

FL  
(State or other jurisdiction  
of incorporation)

001-32188  
(Commission  
File Number)

59-3410522  
(IRS Employer  
Identification Number)

4902 Eisenhower Boulevard, Suite 125  
Tampa, FL  
(Address of principal executive offices)

33634  
(Zip Code)

813-286-7900  
(Registrant's telephone number, including area code)

(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(s)	Name of each exchange on which registered
Common Stock	OGEN	NYSE American

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 7.01 Other Events.**

Orogenics, Inc. ("Orogenics" or the "Company") expects to use the presentation (the "Presentation") from time to time with potential investors, industry analysts and others. A copy of the Presentation is attached hereto as Exhibit 99.1 and is incorporated herein by reference. Additionally, the Presentation will be available under the "Presentations" tab in the "News and Media" section of the Company's website, located at [www.orogenics.com](http://www.orogenics.com).

By filing this Current Report on Form 8-K and furnishing the information contained herein, the Company makes no admission as to the materiality of any information in this report that is required to be disclosed solely by reason of Regulation FD.

The information contained in the Presentation is summary information that is intended to be considered in the context of the Company's Securities and Exchange Commission ("SEC") filings and other public announcements that the Company may make, by press release or otherwise, from time to time. The Company undertakes no duty or obligation to publicly update or revise the information contained in this report, although it may do so from time to time as its management believes is warranted. Any such updating may be made through the filing of other reports or documents with the SEC, through press releases or through other public disclosures.

The information presented in Item 7.01 of this Current Report on Form 8-K and Exhibit 99.1 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, unless the Company specifically states that the information is to be considered “filed” under the Exchange Act or specifically incorporates it by reference into a filing under the Securities Act of 1933, as amended, or the Exchange Act.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	<a href="#">Oragenics 2023 Presentation</a>
104	Cover page Interactive Data File (embedded in the cover page formatted in Inline XBRL)

**SIGNATURES**

In accordance with the requirements of the Exchange Act, the registrant caused this report to be signed on its behalf by the undersigned, thereunto duly authorized on November 20, 2023.

**ORAGENICS, INC. (Registrant)**

BY: /s/ Janet Huffman

Janet Huffman, Chief Financial Officer



## Corporate Presentation

November 2023  
NYSE American: OGEN

## Forward Looking Statements

This communication contains "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995, including without limitation statements regarding the ability of the Company to successfully close the Odyssey acquisition, the ability of the Company to timely and successfully achieve the anticipated benefits of acquiring the Odyssey assets and the Company's future performance, business prospects, events and product development plans. These forward-looking statements are based on management's beliefs and assumptions and information currently available. The words "believe," "expect," "anticipate," "intend," "estimate," "project" and similar expressions that do not relate solely to historical matters identify forward-looking statements. Investors should be cautious in relying on forward-looking statements because they are subject to a variety of risks, uncertainties, and other factors that could cause actual results to differ materially from those expressed in any such forward-looking statements. These factors include, but are not limited to, the following: the Company's ability increase its authorized shares of Common Stock and satisfy the other closing conditions related to the Odyssey acquisition; the Company's ability to obtain a quorum at future shareholders meetings; the Company's ability to advance the development of its product candidates, including its vaccine candidate and lantibiotics candidate, under the timelines and in accord with the milestones it projects; the Company's ability to obtain funding, non-dilutive or otherwise, for the development of the vaccine and lantibiotic product candidates, whether through its own cash on hand, or another alternative source; the regulatory application process, research and development stages, and future clinical data and analysis relating to vaccines and lantibiotics, including any meetings, decisions by regulatory authorities, such as the FDA and investigational review boards, whether favorable or unfavorable; the potential application of our vaccine candidate to variants and other coronaviruses; the Company's ability to obtain, maintain and enforce necessary patent and other intellectual property protection; the nature of competition and development relating to COVID-19 immunization and therapeutic treatments and demand for vaccines and antibiotics; the Company's expectations as to the outcome of preclinical studies, nasal administration, transmission, manufacturing, storage and distribution; other potential adverse impacts due to the global COVID-19 pandemic, such as delays in regulatory review, interruptions to manufacturers and supply chains, adverse impacts on healthcare systems and disruption of the global economy; and general economic and market conditions and risks, as well as other uncertainties described in our filings with the U.S. Securities and Exchange Commission. All information set forth is as of the date hereof unless otherwise indicated. You should consider these factors in evaluating the forward-looking statements included and not place undue reliance on such statements. We do not assume any obligation to publicly provide revisions or updates to any forward-looking statements, whether as a result of new information, future developments or otherwise, should circumstances change, except as otherwise required by law.



## At Orogenics, Nasal Drug Delivery is our Future

The global nasal drug delivery technology market is projected to grow to \$112B by 2030

**Why? New technologies are emerging that leverage the nasal cavity's ability to enhance drug bioavailability and to lower systemic exposure. This is good news for patients across multiple therapeutic areas.**

**At Orogenics, we are investing in this future and expanding our pipeline further into nasal drug delivery. We believe we can make a difference in high-need areas where there are currently few options available.**

<https://finance.yahoo.com/news/global-nasal-drug-delivery-technology-214500912.html>

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## Nasal delivery offers many advantages

- Over the past 10 years, interest in intranasal drug delivery in pharmaceutical Research & Development has increased
- Nasal delivery offers many advantages over standard systemic delivery systems, such as its non-invasive character, a fast onset of action and in many cases reduced side effects due to a more targeted delivery
- Intranasal drug delivery in the field of drug development is an interesting delivery route for the treatment of neurological disorders. Systemic approaches often fail to efficiently supply the Central Nervous System with drugs.

<https://www.ncbi.nlm.nih.gov/pmc/articles/PMC7829061/>

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## Our Areas of Focus – present and future

**The acquisition of assets from Odyssey Health, Inc., if successful, is anticipated to build on our expertise in intranasal platforms and expand our portfolio into more areas of unmet medical need**

Today:

Intranasal  
Vaccines

Lantibiotics



After ODYY agreement closes:

Novel Nasal Delivery Platform

Concussion

Neimann Pick Disease Type C



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## The Deal Highlights

- On October 5, 2023, Orogenics and Odyssey Health, Inc., entered into a definitive agreement to acquire assets related to Odyssey's proprietary neurological drug therapies
- These assets include Odyssey's proprietary formulation and nasal delivery system as well as drug candidates for treating concussion and for Neimann Pick Disease Type C
- Expected to close in December 2023 subject to closing conditions, of which there can be no assurances
- Transaction is expected to add key members to the company's executive and R&D teams, adding significant value

For more information on the transaction, go to:

<https://ir.orogenics.com/all-sec-filings?page=2#document-3726-0001493152-23-035743>

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Oragenics' expected portfolio expansion

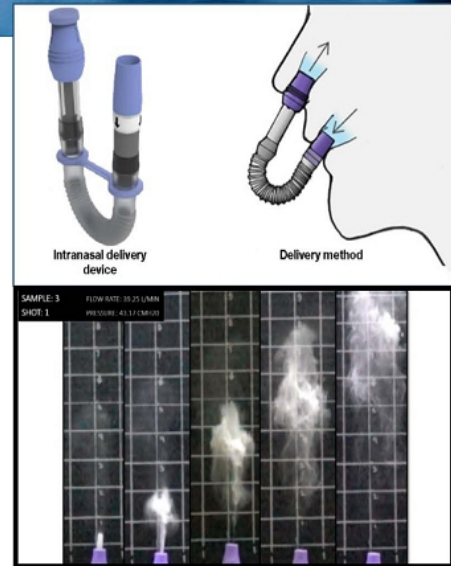
## Successful in Phase 1 Clinical Trial for Concussion

**Proprietary powder formulation and intranasal administration allows rapid and direct accessibility to the brain**

**This asset (called ONP-002) is intended to treat concussion**

- **Allows patients to blow into device which closes the soft palate eliminating the flow of drug to the lungs or esophagus**
- **Minimizes systemic exposure and side effects**
- **Easily crosses the Blood Brain Barrier**
- **Novel Neurosteroid Compound**
- **In animals, ONP-002 significantly improves short-term memory, sensory-motor performance (>2X) and reduces depression and anxiety-like behaviors. All within 48-hrs of brain-injury (<https://eureka.patsnap.com/patent-US20160168190A1>)**
- **IND-enabling and Toxicology studies have shown ONP-002 to have a large safety margin\***
- **Successfully Completed a Phase 1 Clinical Trial\***

\*Data on file



*The powder begins to expand at 1" from the end of the nozzle and becomes fully aerated around 5"*

**Oragenics, Inc.**

4902 Eisenhower Blvd., Suite 125

Tampa, FL 33634

[www.oragenics.com](http://www.oragenics.com)

ORAGENICS

## For More Information

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Chief Financial Officer

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NYSE American: **OGEN**