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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 26, 2014

**Ohr Pharmaceutical, Inc.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b> (State or other Jurisdiction of Incorporation)	<b>333-88480</b> (Commission File Number)	<b>#90-0577933</b> (IRS Employer Identification No.)
<b>800 Third Avenue, 11th Floor, New York, NY</b> (Address of Principal Executive Offices)		<b>10022</b> (Zip Code)

Registrant's telephone number, including area code: (212)-682-8452

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))
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**Item 8.01 Other Events**

On February 26, 2014, Ohr Pharmaceutical, Inc. (the "Company") entered into a Joint Venture Agreement and related agreements with Cold Spring Harbor Laboratory ("CSHL") pursuant to which a joint venture, DepYmed Inc. ("DepYmed"), was formed to further pre-clinical and clinical development of Ohr's Trodusquemine and analogues as PTP1B inhibitors for undisclosed indications. PTP1B is non-receptor phospho-tyrosine protein phosphatase. There can be no assurance that DepYmed will be able to design and support clinical trials or otherwise determine the efficacy or commercial potential of Trodusquemine for commercial use, or that regulatory authorities will approve final testing or marketing of any pharmaceutical product. DepYmed will be jointly owned and managed by CSHL and the Company, and will license research from CSHL and intellectual property from the Company.

On March 3, 2014, the Company issued a press release regarding the joint venture with CSHL. A copy of a press release is furnished as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits**

<u>Exhibit No</u>	<u>Description</u>
99.1	<a href="#"><u>Press Release, dated March 3, 2014, announcing the joint venture</u></a>

**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.

Dated: March 3, 2014

OHR PHARMACEUTICAL, INC.

By: /s/ Irach Taraporewala,  
Dr. Irach Taraporewala, President and CEO

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**Ohr Pharmaceutical and Cold Spring Harbor Laboratory Announce Joint Venture to Develop Trodusquemine and Related Analogs**

**NEW YORK, New York – March 3, 2014** – Ohr Pharmaceutical (NasdaqCM: OHRP), a pharmaceutical company focused on the development of novel therapeutics for large unmet medical needs, and leading global cancer research center Cold Spring Harbor Laboratory (CSHL) today announced the establishment of DepYmed Inc., a new joint venture to develop trodusquemine and related analogs.

The new joint venture will be a private entity, initially with equal ownership by Ohr and Cold Spring Harbor Laboratory. The two partners will seek funding and contribute to the research and development of trodusquemine and also newly patented analogs. The goal is to take the program into the clinic and to demonstrate proof of concept. Various options to fund later stage clinical trials will be explored. The continued preclinical research will be conducted under the guidance of Dr. Nicholas Tonks at CSHL.

“Cold Spring Harbor Laboratory is a world class research center that has a track record of establishing successful commercial ventures in the biopharma space “ said Irach Taraporewala, President and Chief Executive Officer of Ohr. “We are very pleased to be working with Dr. Nicholas Tonks who is one of the leading authorities on the protein tyrosine phosphatase (PTP) family of enzymes. Dr. Tonks discovered PTP1B, the primary target for trodusquemine. Setting up this joint venture is the optimal way to create shareholder value from this exciting asset and enable it to obtain the appropriate resources. At the same time, Ohr remains focused on the execution of our core strategy to develop novel ophthalmology products.”

"At CSHL we strive to bring the benefits of biological research to society," said Teri Willey, Vice President for Business Development and Technology Transfer at CSHL, "We hope that our involvement in this joint venture leads to new therapies that will benefit patients."

The enzyme protein tyrosine phosphatase 1B (PTP1B) is a well-characterized target for a range of therapy areas. Despite its extensive validation, PTP1B has been a challenging target for therapeutic development due to the chemical properties of the enzyme at its active site. Novel approaches are required to exploit this important target fully. In one such approach, we have identified Trodusquemine as a selective, allosteric inhibitor of PTP1B that exerts its effects outside the active site of the enzyme. Trodusquemine has also been shown to cross the blood brain barrier, which enhances its potential applications, and has been well tolerated in dose escalation and dose ranging clinical studies completed to date in over 65 patients. Analogs of Trodusquemine have been identified that are potent inhibitors of PTP1B and have potential delivery route advantages.

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### **About Cold Spring Harbor Laboratory**

Cold Spring Harbor Laboratory (CSHL) is a private, not-for-profit research and education institution at the forefront of molecular biology and genetics. Founded in 1890, CSHL has shaped contemporary biomedical research and education with programs in cancer, neuroscience, plant biology and quantitative biology. CSHL is ranked number one in the world by Thomson Reuters for the impact of its research in molecular biology and genetics. The Laboratory has been home to eight Nobel Prize winners. Today, CSHL's multidisciplinary scientific community is more than 600 researchers and technicians strong and its Meetings & Courses program hosts more than 12,000 scientists from around the world each year to its Long Island campus and its China center. For more information, visit [www.cshl.edu](http://www.cshl.edu).

### **About Ohr Pharmaceutical Inc.**

Ohr Pharmaceutical Inc. (OHRP) is a pharmaceutical company dedicated to the clinical development of new drugs for underserved therapeutic needs in large and growing markets. The Company is focused on advancing its pipeline products currently in phase II clinical development: Squalamine Eye Drops for the treatment of the wet form of age-related macular degeneration, and OHR/AVR118 for the treatment of cancer cachexia. Additional information on the company can be found at [www.ohrpharmaceutical.com](http://www.ohrpharmaceutical.com).

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*Safe Harbor Statement under the Private Securities Litigation Reform Act of 1995: □ This news release contains forward-looking statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are made only as the date thereof, and Ohr Pharmaceutical undertakes no obligation to update or revise the forward-looking statement whether as a result of new information, future events or otherwise. Our actual results may differ materially and adversely from those expressed in any forward-looking statements as a result of various factors and uncertainties, including the future success of our scientific studies, our ability to successfully develop products, rapid technological change in our markets, changes in demand for our future products, legislative, regulatory and competitive developments, the financial resources available to us, and general economic conditions. Shareholders and prospective investors are cautioned that no assurance of the efficacy of pharmaceutical products can be claimed or assured until final testing; and no assurance or warranty can be made that the FDA or Health Canada will approve final testing or marketing of any pharmaceutical product. Ohr's most recent Annual Report and subsequent Quarterly Reports discuss some of the important risk factors that may affect our business, results of operations and financial condition. We disclaim any intent to revise or update publicly any forward-looking statements for any reason.*

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