
**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) **November 27, 2018**

CERECOR INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-37590

(Commission File Number)

45-0705648

(IRS Employer Identification No.)

400 E. Pratt Street, Suite 606, Baltimore, Maryland 21202

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(410) 522-8707**

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 (§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 Regulation FD Disclosure.

On November 27, 2018, Cerecor Inc. will be presenting at the 30th Annual Piper Jaffray Healthcare Conference in New York. A copy of the slide show presentation made at the conference is attached hereto as Exhibit 99.1.

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”) and shall not be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<u>Cerecor Inc. Slide Show Presentation.</u>

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.

CERECOR INC.

Date: November 27, 2018

/s/ Joseph M. Miller
Joseph M. Miller
Chief Financial Officer



Corporate Highlights
30th Annual Piper Jaffray
Healthcare Conference
Lotte New York Palace, New York

November 27th, 2018



Forward-Looking Statements

This presentation may include forward-looking statements made pursuant to the Private Securities Litigation Reform Act of 1995. Forward-looking statements are statements that are not historical facts. Such forward-looking statements are subject to significant risks and uncertainties that are subject to change based on various factors (many of which are beyond Cerecor's control), which could cause actual results to differ from the forward-looking statements. Such statements may include, without limitation, statements with respect to Cerecor's plans, objectives, projections, expectations and intentions and other statements identified by words such as "projects," "may," "will," "could," "would," "should," "continue," "seeks," "aims," "predicts," "believes," "expects," "anticipates," "estimates," "intends," "plans," "potential," or similar expressions (including their use in the negative), or by discussions of future matters such as: our 2018 outlook; the development of product candidates or products; potential attributes and benefits of product candidates; the expansion of Cerecor's drug portfolio, Cerecor's ability to identify new indications for its current portfolio; and new product candidates that could be in-licensed, and other statements that are not historical.

These statements are based upon the current beliefs and expectations of Cerecor's management but are subject to significant risks and uncertainties, including: risks associated with acquisitions, including the need to quickly and successfully integrate acquired assets and personnel; Cerecor's cash position and the potential need for it to raise additional capital; reliance on key personnel, including Mr. Greenleaf; drug development costs and timing; and those other risks detailed in Cerecor's filings with the Securities and Exchange Commission. Actual results may differ from those set forth in the forward-looking statements. Except as required by applicable law, Cerecor expressly disclaims any obligations or undertaking to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in Cerecor's expectations with respect thereto or any change in events, conditions or circumstances on which any statement is based.

Corporate Highlights

Innovative Pipeline

- Emerging clinical & early-stage pipeline
- Focus on orphan, neurological & pediatric indications

Commercial Footprint

- Building a commercial capability
- Pediatric franchise generating positive cash flow

Transforming Cerecor

- Fully-integrated commercial and R&D organization
- New management team with proven track record

Overview

- 1 Management Team
- 2 Historical Milestones
- 3 Neurology & Pediatric Rare Disease Pipeline
- 4 Commercial Pediatric Portfolio
- 5 Strategic Growth Plans and Outlook
- 6 Financial Highlights



Management Team

Peter S. Greenleaf
President & CEO

- 20+ years industry experience*
- Chairman and CEO, Sucampo Pharmaceuticals
 - CEO, Histogenics Corporation
 - President, MedImmune Ventures
 - Manager, Centocor Biotech (Johnson & Johnson)

Matthew V. Phillips
Chief Commercial Officer

- 25+ years industry experience*
- President and COO of Zylera Pharmaceuticals
 - Executive Director, Victory Pharma
 - Director, Eisai Co, Ltd.
 - Account Manager, Dura Pharmaceuticals, Inc.

Joseph Miller
Chief Financial Officer

- 20+ years*
- Vice President of Finance, Sucampo Pharmaceuticals
 - Senior Director of Accounting, Qiagen
 - Chief Financial Officer, Eppendorf 5Prime
 - Certified Public Accountant

James A. Harrell
EVP Marketing, Investor Relations

- 25+ years industry experience*
- Sr. Vice President | Principal The NSCI Group
 - General Manager Specialty Pharmaceuticals, Covidien
 - Vice President Marketing Pediatric Infectious Disease, MedImmune
 - Sr. Director Marketing IMIDs, Centocor J&J Company
 - Hospital Specialist, ATOD Rhone Poulenc Rorer

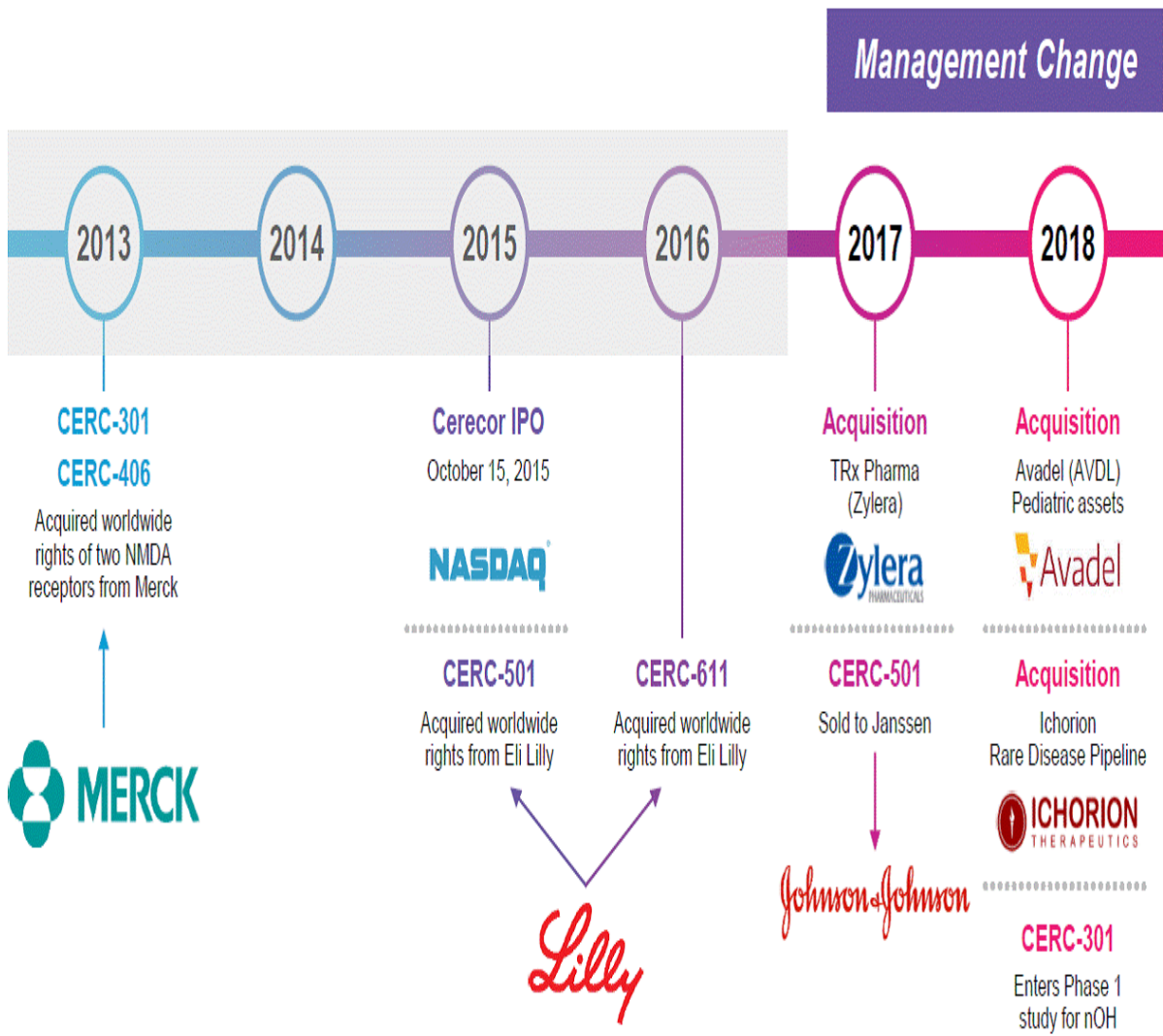
Dr. Pericles Calias
Chief Scientific Officer

- 20+ years industry experience*
- V.P. Global CMC & Development, Sucampo Pharmaceuticals
 - CSO, Pharming Group
 - Sr. Director Rare CNS Diseases and Device Lead, Shire plc
 - Sr. Director Drug Delivery and Chemistry, Eyetech Pharmaceuticals
 - Ph.D., Tufts University, Bioorganic Chemistry

Patrick Crutcher
VP Business Development

- 8+ years industry experience*
- Chairman, President at Ichorion Therapeutics
 - SVP, Business Development at Vyera Pharmaceuticals
 - BD Analyst at Retrophin
 - MSc, CPhil in Statistics, UCLA

Historical Milestones



Cerecor Evolution



Neurological Disorders	Pediatric Franchise	Pediatric Rare Diseases
<p>Innovative Approaches to CNS Diseases</p> <ul style="list-style-type: none"> • CERC-301 • CERC-406 • CERC-501 • CERC-611 	<p>FDA-Approved Products</p> <ul style="list-style-type: none"> • Poly-Vi-Flor® Tri-Vi-Flor® • Karbinal™ ER • AcipHex® Sprinkle™ • Cefaclor • Flexichamber™ • Millipred® Veripred® • Ulesfia® 	<p>505(b)(2) Assets & Platform Chemistry</p> <ul style="list-style-type: none"> • CERC-801 • CERC-802 • CERC-803 • CERC-913
<p>In-Licensed CNS Assets</p>	<p>Capability & Cash Flow</p>	<p>Robust R&D Pipeline</p>

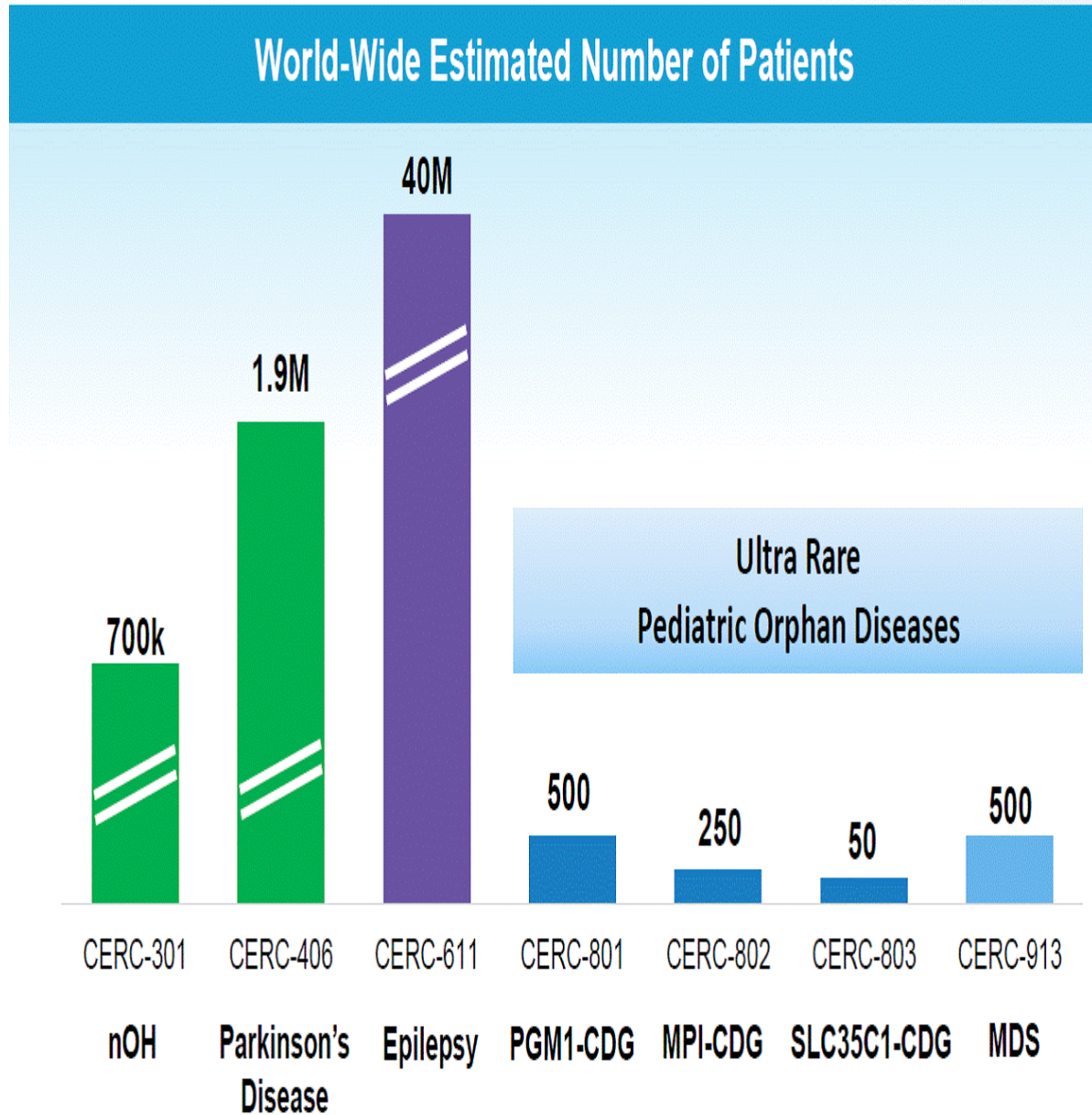
Emerging Clinical & Early-Stage Pipeline

Each program supported by Clinical and/or Genetic Validation

	Program	Mechanism of Action	Target Indication	Lead Opt	IND-Enabling	Phase 1
Neurology Division	NCE	CERC-301	GluN2B selective, NMDA Receptor antagonist	Neurogenic Orthostatic Hypotension (nOH)	█	█
		CERC-406	CNS-targeted, selective COMT inhibitor (2 nd Gen)	Motoric and non-motoric symptoms of Parkinson's	█	
		CERC-611	TARP-γ8 dependent AMPA Receptor antagonist	Partial onset seizures in epilepsy	█	█
Pediatric Division	505(b)(2) NCEs	CERC-801	D-Galactose replacement	PGM1-CDG	█	█
		CERC-802	D-Mannose replacement	MPI-CDG	█	█
		CERC-803	L-Fucose replacement	SLC35C1-CDG	█	█
	NCE	CERC-913	Nucleoside replacement	mtDNA Depletion Syndrome (MDS)	█	

CERC-700(s) Four Additional 505(b)(2) Programs utilizing MicroPump and LiquiTime Dosing Technology are also within the pipeline being developed in conjunction with Avadel Pharmaceuticals in the area of Pediatrics

Market Potential



Upcoming Clinical Program Milestones

Multiple value generating inflection points over next 6 to 18 months

Program	Mechanism-of-Action	Milestone
Neurological Disorders		
CERC-301 Neurogenic Orthostatic Hypotension	NR2B selective NMDA receptor antagonist	Phase I Readout 1H19
CERC-406 Adjunct for Parkinson's Disease	CNS penetrant & selective COMT inhibitor	IND Filing 1H 2020
CERC-611 Partial Onset Seizures Epilepsy	TARP- γ 8 dependent AMPA receptor antagonist	In Process
Pediatric / Metabolic Disorders		
CERC-801* Inborn Error of Metabolism (IEM)	Substrate replacement therapy PGM1-CDG	IND Filing 2019
CERC-802* Inborn Error of Metabolism (IEM)	Substrate replacement therapy MPI-CDG	IND Filing 2019
CERC-803* Inborn Error of Metabolism (IEM)	Substrate replacement therapy SLC35C1-CDG	IND Filing 1H 2020
CERC-913 Mitochondrial Disorder	ProTide nucleotide	IND Filing 2020

*505(b)(2) Pathway

CERC-301

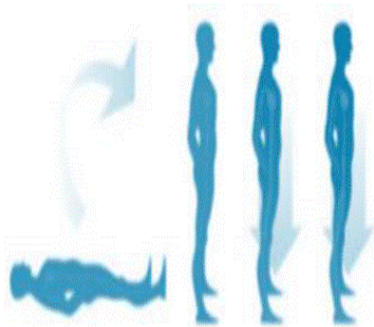


NR2B selective NMDA receptor antagonist for nOH

Initiated Phase 1 study of CERC-301 in Parkinson's patients diagnosed with neurogenic Orthostatic Hypotension (nOH)

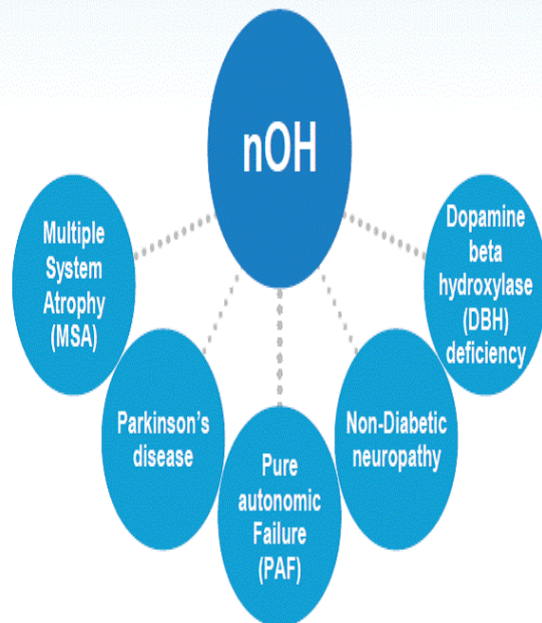
nOH

- Characterized by a sudden drop in blood pressure upon standing
- Caused by autonomic vasoconstrictor failure, increasing risk of falls or injury
- Estimated less than 200,000 patients in the U.S. (ODD eligible)
- Only FDA-Approved therapy: Northera 2018 revs ~\$260mm



CERC-301 Clinical Data

- Orally-available NR2B antagonist with established safety profile in >400 patients & HVs
- Multiple studies demonstrate rapid, robust & dose-dependent increase in Systolic Blood Pressure (SBP)



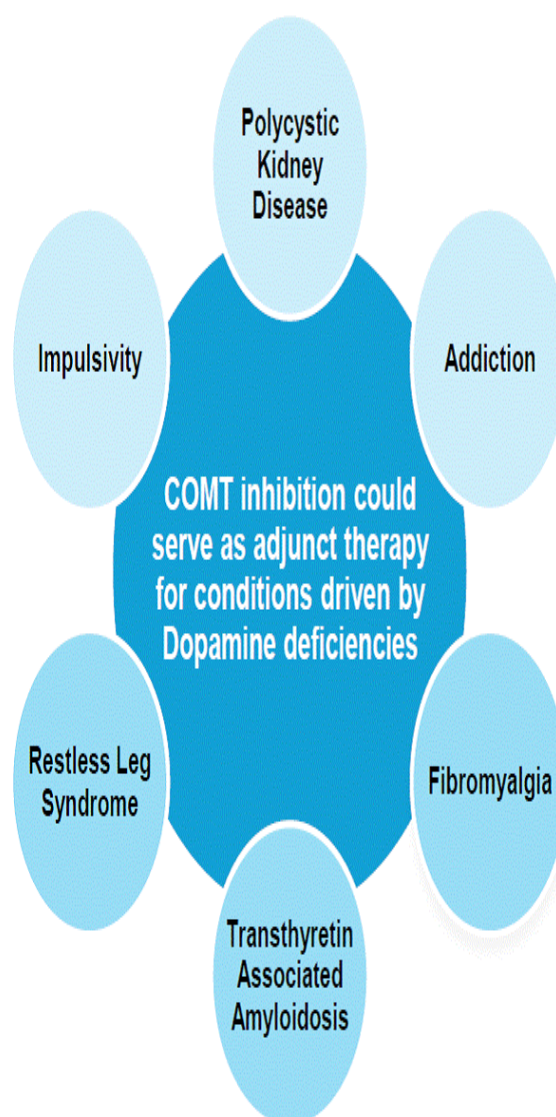
CERC-406

COMT inhibitor for Parkinson's Disease



2nd generation, CNS selective COMT inhibitor to minimize toxicity & enhance efficacy seen with 1st generation therapies

- COMT drives the catabolism of dopamine and levodopa
- Inhibition of dopamine catabolism is used to treat CNS manifestations of Parkinson's Disease
- A CNS selective COMT inhibitor presents the opportunity to minimize systemic toxicity associated with 1st generation COMT inhibitors
- Targeted therapy with clinical biomarker



CERC-611



TARP-γ8 dependent AMPA receptor antagonist for partial onset seizures

Phase 1-ready candidate with therapeutic potential for partial onset seizures in patients with epilepsy

Significant Unmet Need

- Epilepsy affects over 65 million patients worldwide
- 30%-40% of patients refractory; high degree of poly-pharmacy common
- All anti-seizure drugs have side effects (e.g. motoric) limiting use and the timely achievement of therapeutic dose levels

Unique Mechanism of Action

- AMPA receptors mediate fast synaptic neurotransmission within the CNS and are a proven target for anti-seizure efficacy
- CERC-611 is the first known AMPA receptor antagonist that selectively targets the hippocampus
- CERC-611 shows lack of motoric impairment at efficacious exposures in animal models of epilepsy

CERC-800's

Substrate replacement therapies for CDGs



Oral, small molecule, genetically-targeted therapies

CERC-801

Multi-system disease manifestation in PGM1-CDG

D-Galactose leads to significant improvement in key clinical symptoms

CERC-802

Life-threatening gastrointestinal disorder in MPI-CDG

D-Mannose rapidly resolves hematological & intestinal abnormalities

CERC-803

Immunodeficiency with CNS impairment in SLC35C1-CDG

L-Fucose normalizes cell counts & reduces infection risk

Ultra-orphan IEMs with serious and life-threatening medical needs

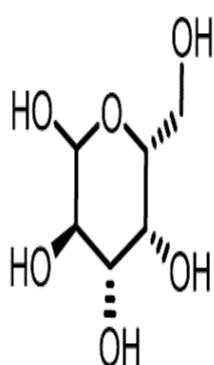
- <500 patients WW per indication
- Documented efficacy & safety
- High pediatric morbidity & mortality
- Clinical symptoms improve rapidly
- No approved treatments
- Reduced nonclinical requirements

CERC-800's

Substrate replacement therapies for CDGs

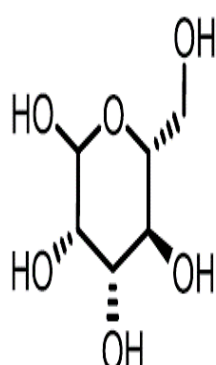


Congenital Disorders of Glycosylation (CDGs): Monogenic disorders resulting in glycosylation defects with broad clinical spectrum



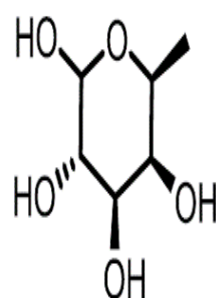
D-Galactose

CERC-801



D-Mannose

CERC-802



L-Fucose

CERC-803

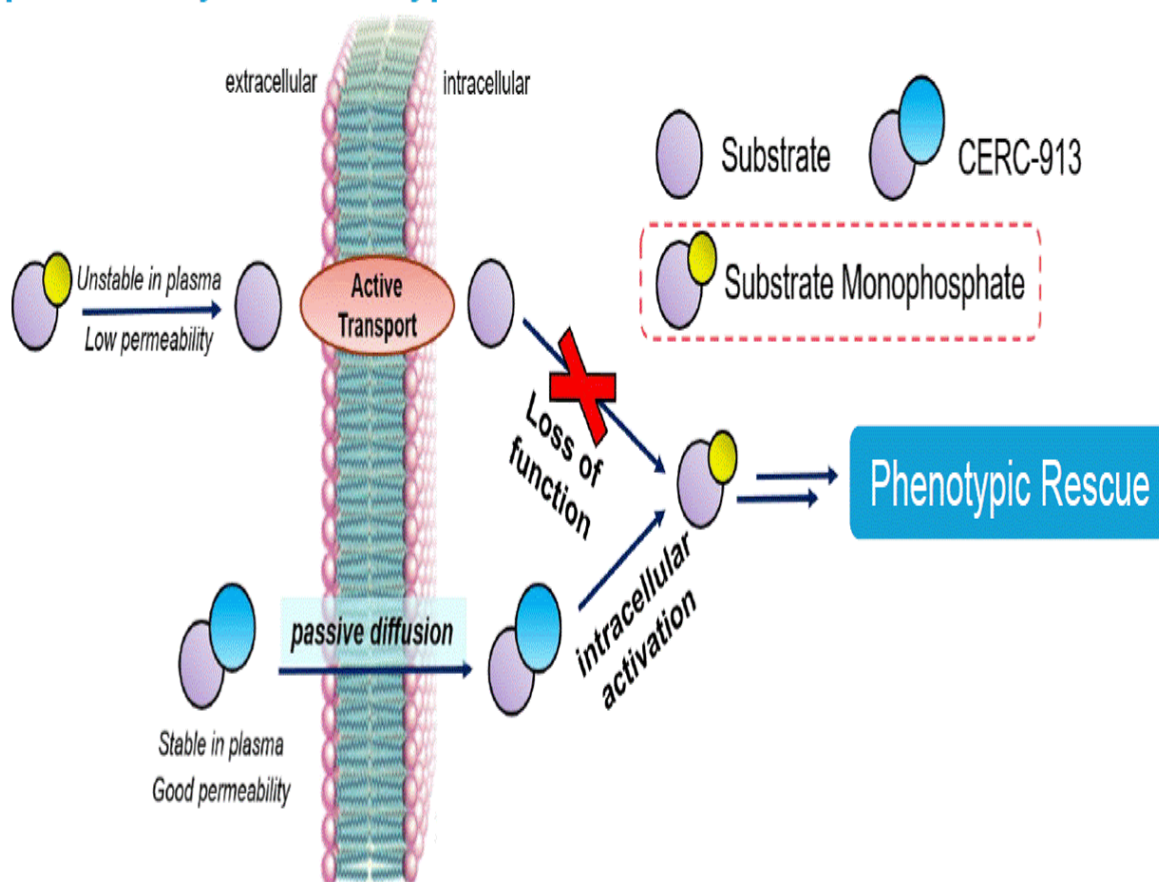
Eligibility	801	802	803
<i>505(b)(2) NDA Pathway</i>	✓	✓	✓
<i>NCE 5-yrs Exclusivity</i>	✓	✓	✓
<i>ODD 7-yrs Exclusivity</i>	✓	✓	✓
<i>Priority Review Voucher</i>	✓	✓	✓
<i>EMA ODD 10-yrs Exclusivity</i>	✓	✓	✓

CERC-913



ProTide Nucleotide for Mitochondrial DNA Depletion Syndrome (MDS)

Overcome key limitations of direct substrate replacement: stability, permeability & kinase bypass



CERC-913 Attributes

- Proof-of-concept in patient-derived & animal-based disease models
- ProTide similar to advanced clinical candidates & approved drugs
- Metabolite ID & PK profile in dog support translational PKPD

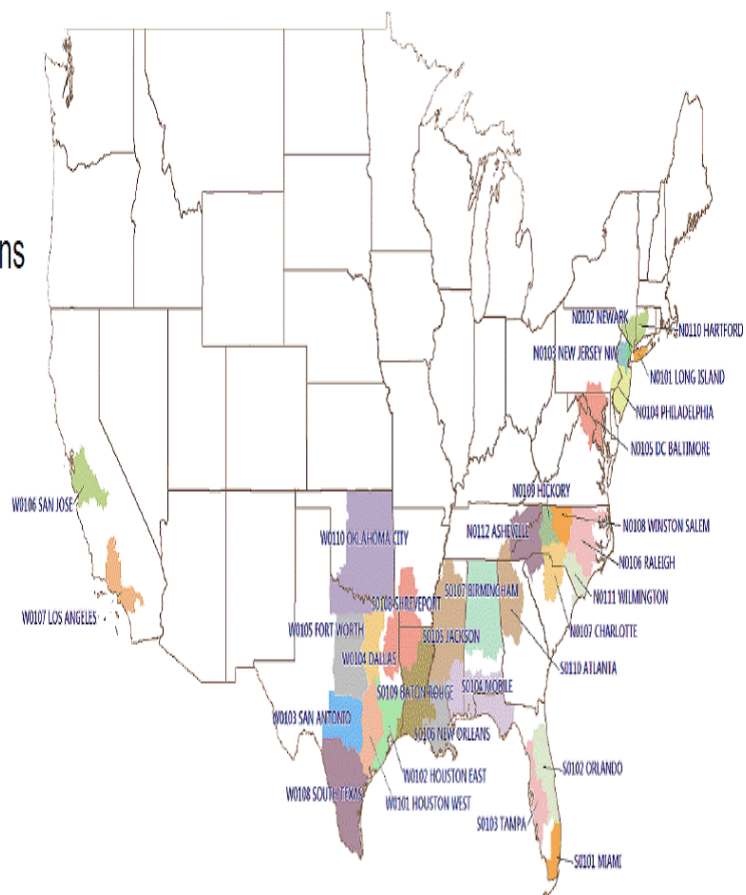
Overview

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Building Commercial Capabilities in Pediatrics

~50% of the Overall Market Potential Covered with 32 Territories
Sales Force Expansion Underway to Increase SOV

- 1 Chief Commercial Officer
- 1 EVP Marketing & Investor Relations
- 1 Director of Sales
- 3 Regional Sales Managers
- 1 Director of Sales Training and Operations
- 1 Director of Trade Sales and Operations
- 1 Institutional Sales Manager
- 1 Sales Analyst
- 32 Territory Managers Expanding to 44
- 3 Focused / 8 Promoted Products
- Territory Expansion Underway
- Cloud-based CRM System
- Novel SICP



Pediatric Franchise with Eight Product Lines

TRX Pharmaceuticals

Poly-Vi-Flor[®]

Tri-Vi-Flor[™]

Millipred[®]
Tablets
(prednisolone USP, 5 mg)

Millipred DP ^{6 DAY}
21 Tablet Dose Pack
(prednisolone USP, 5 mg)

Millipred DP ^{12 DAY}
48 Tablet Dose Pack
(prednisolone USP, 5 mg)

 **Millipred**[®]
Oral Solution
(Prednisolone Sodium Phosphate)
10 mg Prednisolone Base per 5 ml

 **ulesfia**[®]
(benzyl alcohol) Lotion 5%

 **VERIPRED**[®]20
(prednisolone sodium phosphate
oral solution) 20 mg Prednisolone
base per 5 ml

Avadel Pediatric Assets

Karbinal[™]ER
(carbinoxamine maleate) extended-release
oral suspension | 4mg/5mL

CEFACTOR
For Oral Suspension, USP
125 mg/5 mL • 250 mg/5 mL • 375 mg/5 mL

 **AcipHex**[®]
Sprinkle[™]
(rabeprazole sodium)
Delayed-Release
Capsules

 **flexichamber**[®]
Anti-static Valved Collapsible Holding Chamber Rx Only

Why Pediatrics?

Pediatrics Represents a Focused, Defined and Specific Patient Population Treated by One Specialty Segment

Our Existing Pediatric Product Portfolio Treats Nearly **75%** of the Top **25** Pediatric Diagnosis Codes

Top 25 Pediatric Codes 2013 AAP Pediatric Coding Newsletter¹

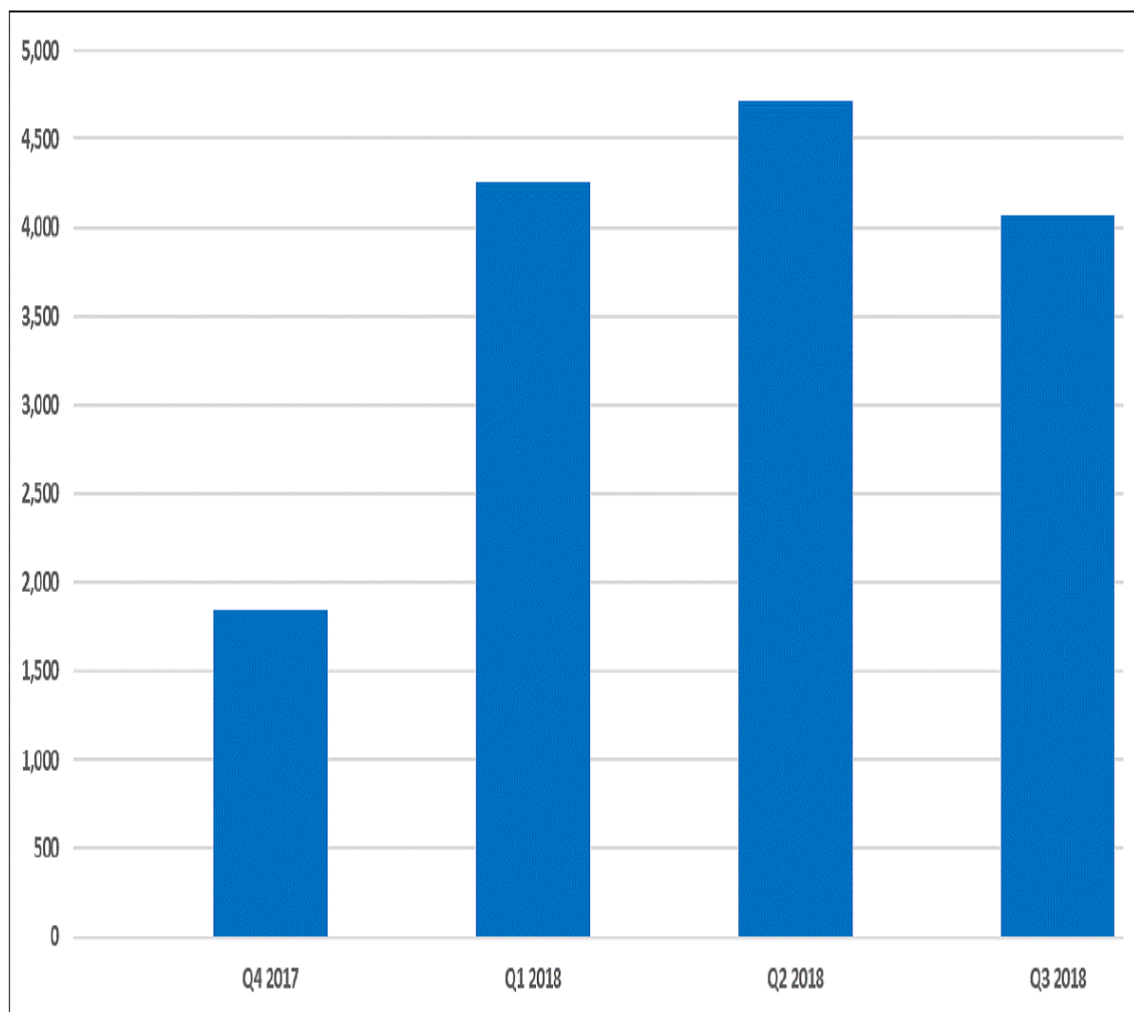
- | | | |
|--------------------------------------|------------------------------------------------|---------------------------------------|
| 1. Routine Child Health Examination | 9. Dermatitis | 17. Influenza with Respiratory Manif. |
| 2. Acute Upper Respiratory Infection | 10. Attention-Deficit / Hyperactivity Disorder | 18. Gastroenteritis / Colitis |
| 3. Otitis Media | 11. Cough | 19. Fever |
| 4. Acute Pharyngitis | 12. Viral Infection | 20. Constipation |
| 5. Asthma | 13. Streptococcal Sore Throat | 21. Vaccination |
| 6. Follow-up Exam | 14. Bronchitis | 22. Abdominal Pain |
| 7. Allergic Rhinitis | 15. Conjunctivitis | 23. Viral Diseases |
| 8. Sinusitis | 16. Esophageal Reflux | 24. Pneumonia |

ICD-10-CM codes are displayed as 24 code categories that include the 25 diagnoses from the *International Classification of Diseases, Ninth Revision, Clinical Modification* (ICD-9-CM) list (2 otitis media codes were included in ICD-9-CM).

1. AAP pediatric coding newsletter coding.aap.org August 2013

Net Product Sales

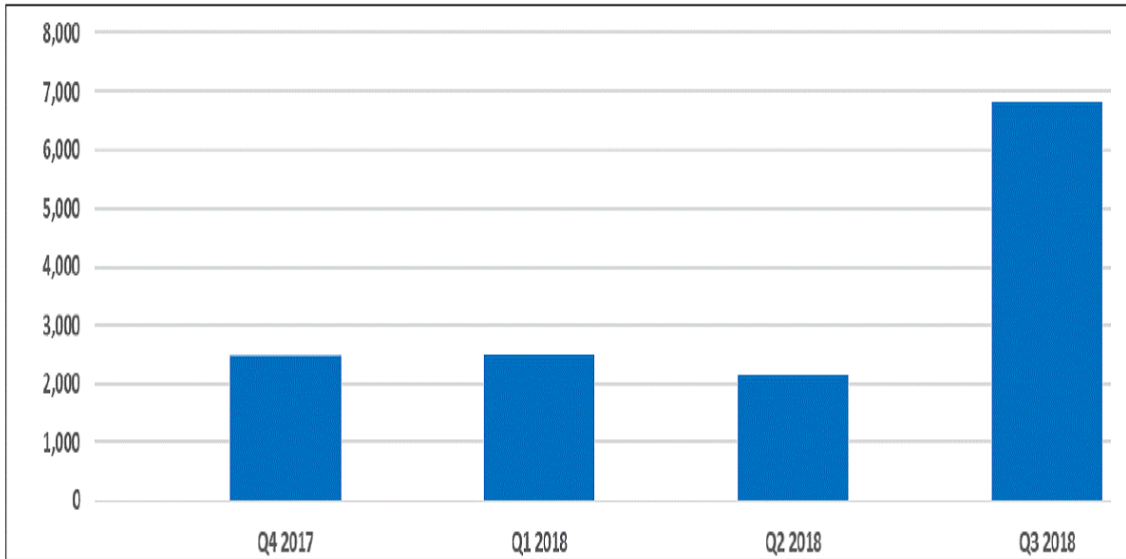
Net Product Sales Last 4 QTR Trend (in \$000's)



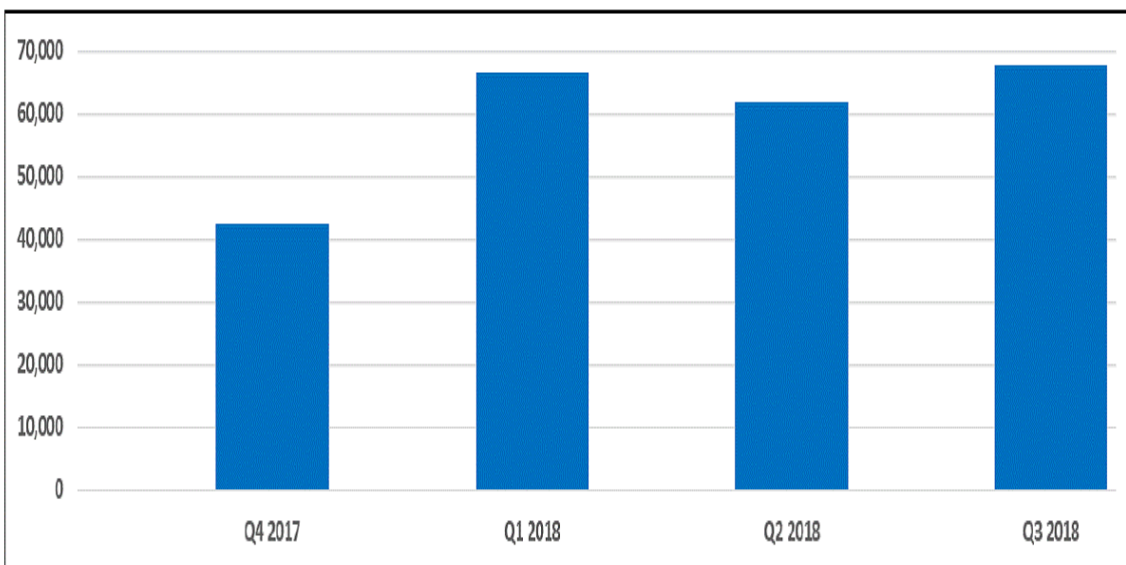
FY18 Net Sales Guidance = \$18 to \$20 million

Balance Sheet

Cash Trend Analysis (in \$000's)



Total Assets Trend Analysis (in \$000's)



2019 Growth Plans

1

Advance Pipeline

CERC-301
CERC-406
CERC-611
CERC-801
CERC-802
CERC-803
CERC-913

2

Build Commercial Excellence

Grow Market Share
Expand Commercial Footprint

3

Accelerate Business Development Activity

Acquire/in-license commercial-ready or marketed asset(s)
Acquire/in-license complimentary pipeline assets



NASDAQ:CERC
www.cerecor.com