

**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 17, 2020

HARROW HEALTH, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35814
(Commission
File Number)

45-0567010
(IRS Employer
Identification No.)

102 Woodmont Blvd., Suite 610
Nashville, Tennessee
(Address of principal executive offices)

37205
(Zip Code)

Registrant's telephone number, including area code: **(615) 733-4730**

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

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

Title of each class	Trading Symbol(s)	Name on exchange on which registered
Common Stock, \$0.001 par value per share	HROW	The NASDAQ Global Market

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 or Rule 12b-2 of the Securities Act of 1934: Emerging growth company

If any 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

Attached as Exhibit 99.1 to this Item 7.01 is a presentation of Harrow Health, Inc. (the “Company”), that is being used by the management of the Company at investor conferences and at meetings describing the Company.

The information contained in Item 7.01 of this report and in Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits**(d) Exhibits**

<u>Item</u>	<u>Description</u>
99.1	Harrow Health, Inc. Corporate Presentation dated November 2020

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.

HARROW HEALTH, INC.

Dated: November 17, 2020

By: /s/ Andrew R. Boll

Name: Andrew R. Boll

Title: Chief Financial Officer



NASDAQ: HROW

OUTSTANDING COMMON STOCK:

25.7M SHARES

ESTIMATED MARKET CAPITALIZATION:

\$175M

PRICE PER SHARE as of Nov. 16, 2020:

\$6.81

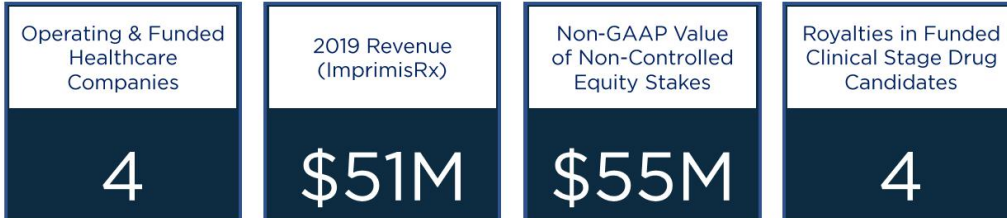
SAFE HARBOR

This presentation contains express “forward-looking statements” as defined in the Private Securities Litigation Reform Act of 1995. You are cautioned not to rely on these forward-looking statements. These statements are based on current expectations of future events. If underlying assumptions prove inaccurate or known or unknown risks or uncertainties materialize, actual results could vary materially from Harrow Health, Inc.’s (the “Company” or “Harrow”) expectations and projections. Some of these risks and uncertainties include, but are not limited to: the Company’s ability to make commercially available its formulations and technologies in a timely manner or at all; market acceptance of the Company’s formulations and challenges related to the marketing of the Company’s formulations; its ability to obtain intellectual property protection for its assets; its ability to accurately estimate its expenses and cash burn and raise additional funds when necessary; its ability to generate profits from sales of its formulations; risks related to research and development activities; its estimates of the current and potential market size for its technologies and formulations; unexpected data, safety and technical issues; regulatory and market developments impacting compounding pharmacies, outsourcing facilities and the pharmaceutical industry; competition; and market conditions. More detailed information about the Company and the risk factors that may affect the realization of forward-looking statements is set forth in the Company’s filings with the Securities and Exchange Commission, including its Annual Reports on Form 10-K and its Quarterly Reports on Form 10-Q filed with the SEC. Such documents may be read free of charge on the SEC’s web site at www.sec.gov. This presentation may refer to non-GAAP financial metrics, specifically adjusted EBITDA and equity values of equity positions in non-controlled investments. A reconciliation and/or further description of any non-GAAP measures with the most directly comparable GAAP measures are included in the Company’s Letters to Stockholders, available on its website. All forward-looking statements are qualified in their entirety by this cautionary statement. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date hereof. Harrow expressly disclaims any intent or obligation to update these forward-looking statements except as required by law. Our compounded formulations are not FDA approved. All trademarks, service marks and trade names included in this presentation are the property of their respective owners.

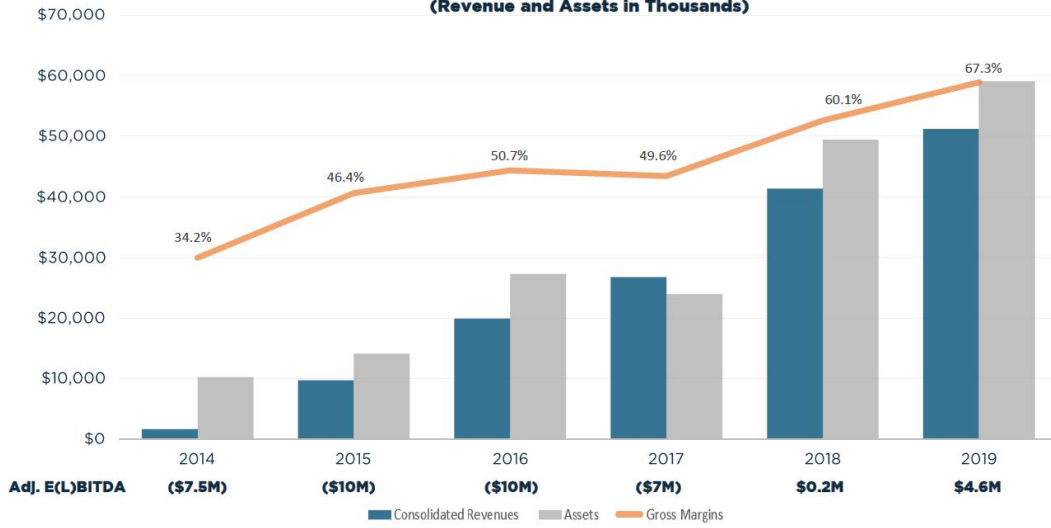




- We are a growing U.S. leader in the eyecare pharmaceuticals market.
- We focus on the surgical and chronic eyecare markets.
- We founded ImprimisRx, Eton Pharmaceuticals, Surface Ophthalmics, and Melt Pharmaceuticals.
- We own royalty rights on clinical stage drug candidates in development by businesses we founded.
- Record Financial Performance in Q3 2020: Revenues \$14.4M, 74% Gross Margins, and \$3M Adj. EBITDA.

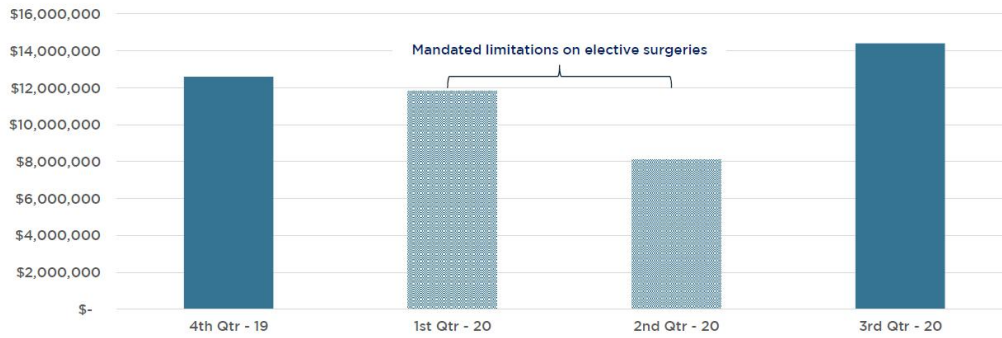


Financial Growth: Revenues, Assets, and Gross Margins (Revenue and Assets in Thousands)



COVID Revenue Recovery

Quarterly revenues are now ahead of the last pre-COVID normalized quarterly period



imprimis Rx[®]

- 100% wholly-owned Harrow subsidiary founded in 2014.
- The leading FDA-registered cGMP ophthalmic pharmaceutical drug compounder.
- Products serve the surgical, dry eye disease, and glaucoma markets.
- Peer-reviewed medical literature supports all ImprimisRx product lines; 60+ patents filed on formulations.
- Over 1,500 monthly serviced accounts for over 9,000 prescribers and leading institutions.
- Fully-integrated national sales and customer service teams; efficient and scalable distribution platform.

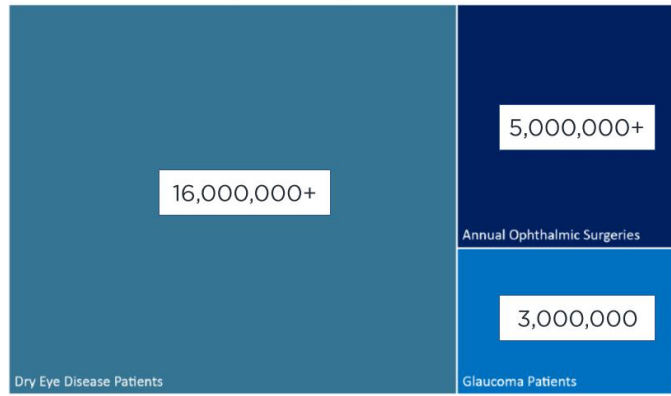


*Based on internal phone survey of over 4,000 customers during Q3 2020.





Size of Key U.S. Ophthalmic Markets



Annual Ophthalmic Surgery estimates from internal data (e.g. include cataract, LASIK, and glaucoma)
Glaucoma Patients estimates: <https://www.cdc.gov/features/glaucoma-awareness/index.html>
Dry Eye Disease Patients estimates: <https://pubmed.ncbi.nlm.nih.gov/28705660/>

Traditional Pharmaceutical Value Chain



Middle-men and intermediaries thrive.

Inefficiencies diminish value for the patient, pharmaceutical company, and the healthcare provider.

Tiered formularies and layers of intermediaries “feed” this opaque system.

“Discount cards” and other “access” programs attempt to soften consumer costs.

ImprimisRx Value Chain



Cash-pay focused; no pharmacy benefit manager (PBM), wholesaler or distributor middlemen.

No formulary rejections, discount cards, prior authorizations, insurance investigations, or PBM claw-backs.

The ImprimisRx model is simple and transparent – *for patients and prescribers.*



Background

- In August of 2020, we entered into an agreement to promote EyePoint's Dexycu[®] to our customers.
- Dexycu is the first and only FDA approved single dose, sustained release, intracameral steroid (9% dexamethasone) injection for the treatment of postoperative inflammation following ocular surgery.
- Dexycu has a permanent J-Code and CMS temporary pass-through status for reimbursement.

Opportunity

- In 2019, ImprimisRx sold 250,000+ compounded injectable steroid units used during cataract surgery.
- Dexycu is an estimated \$25 million+ annual opportunity with an expected 85%+ contribution margin.
- FDA approved Dexycu may provide better economic, clinical, and/or patient outcomes.



ImprimisRx is evolving beyond compounding.

Growth Strategy

- Build on customer goodwill to expand sales depth within existing and new accounts.
- Continue to develop innovative products based on customer feedback and requests.
- Commercial partnerships (e.g. Dexycu) drive new revenues; *continue inorganic growth*.
- Strong push in dry eye disease, glaucoma, and other patient-specific *chronic* eye conditions.
- Leverage telemedicine and the latest software tools to enhance sales/marketing efforts.

ImprimisRx formulations have helped birth 3 companies



- Orphan-disease focused pharmaceutical company with a growing pipeline.
- Carved out of Harrow in June 2017, NASDAQ IPO in November 2018 ([ETON](#)).
- Harrow Health owns 3.5M shares of Eton common stock (-17%).



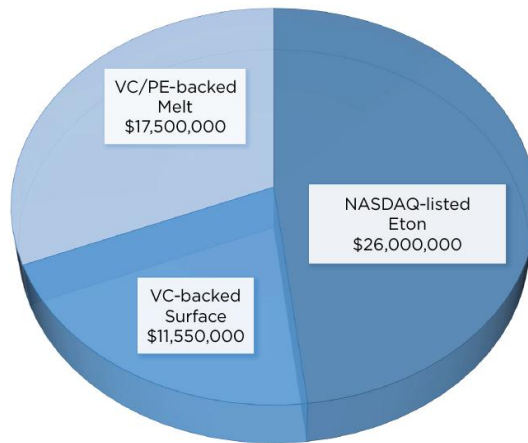
- Clinical-stage pharmaceutical company focused on ocular surface and dry eye disease.
- Carved out of Harrow May 2018 after \$21M Preferred Stock sale (led by Flying L Partners).
- Harrow Health owns 3.5M shares of Surface common stock (~30% of equity interests).
- Harrow Health owns royalty rights on three drug candidates in clinical development.



- Clinical-stage; developing patented sublingual non-IV, non-opioid sedation drug candidates.
- Carved out of Harrow in January 2019 after \$11M Preferred Stock offering.
- Harrow Health owns 3.5M shares of Melt common stock (~44% of equity interests).
- Harrow Health owns royalty rights on all drug candidates in clinical development.



Over \$50 Million* in Non-Control Equity Positions



*Melt/Surface equity values estimated based on the conversion price of Series A preferred stock (the most recent financing, and not a U.S. GAAP measure); Eton value is calculated based on the closing stock market price of Eton's common stock as of November 16, 2020



- Harrow owns 100% of ImprimisRx, a cornerstone ophthalmic-focused commercial drug platform.
- We expect ImprimisRx to grow beyond a \$100M revenue business over the next few years.
- We intend to leverage the ImprimisRx platform to partner and inorganically expand our business.
- Positioned to capture significant income on incremental revenues as our overall business grows.
- Leverage equity positions in Eton, Surface, and Melt; deconsolidate/operate other subsidiaries.
- Manage interests in Eton, Surface, and Melt; support clinical programs to yield royalty income.
- Management is strongly aligned with common shareholders through performance equity awards.

**ESTABLISHED
PLATFORM**

**FORESEEABLE
GROWTH**

**PROFIT
EXPANSION**

**INNOVATION
LEADER**



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