

**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): January 10, 2022

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
8.625% Senior Notes due April 2026	HROWL	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 and Exhibit 99.2 to this Item 7.01 are a presentation and information sheet, respectively, of Harrow Health, Inc. (the “Company”), that may be 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 Exhibits 99.1 and 99.2 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**

Item	Description
99.1	Harrow Health, Inc. Corporate Presentation dated January 2022
99.2	Harrow Health, Inc. Tear Sheet dated January 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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: January 10, 2022

By: /s/ Andrew R. Boll

Name: Andrew R. Boll

Title: Chief Financial Officer



Corporate Presentation | January 2022

Safe Harbor

This presentation contains express “forward-looking statements” as defined in the U.S. 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 the expectations and projections of Harrow Health, Inc. (the “Company” or “Harrow”). Some of these risks and uncertainties include, but are not limited to: the impact of the COVID-19 pandemic and any future health epidemics on Harrow’s financial condition, liquidity and results of operations; the Company’s ability to gain market approval (i.e., FDA) of its drug candidates; the Company’s ability to make commercially available its formulations, drug candidates 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; risks related to Harrow’s compounding pharmacy operations; the Company’s ability to enter into other strategic alliances, including arrangements with pharmacies, physicians and healthcare organizations for the development and distribution 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. 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. The Company’s compounded formulations are not FDA approved. All trademarks, service marks and trade names included in this presentation are the property of their respective owners. This presentation may refer to non-GAAP financial measures, 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, and as an annex to this presentation.



Harrow Health, Inc.

- *The only U.S. ophthalmic-focused pharmaceutical company to provide both branded FDA-approved products and cGMP compounded formulations, serving more than 10,000 doctors, hospitals and ASCs.*
- **53% revenue growth rate (2021 vs. 2020 3Q YTD).**
- **776% adjusted EBITDA growth (2021 vs. 2020 3Q YTD).**
- **Last offering of common stock to raise capital was in 2017.**
- Growth strategy leverages our market-leading ImprimisRx brand through organic and inorganic growth.
- With proceeds from an \$85 million non-dilutive financing (during 2021), Harrow recently acquired:
 - U.S. and Canada rights to AMP-100, an anesthetic drug candidate for intraoperative ocular pain;
 - U.S. and Canada rights to MAQ-100, a drug candidate for visualization of the vitreous during vitrectomy;
 - U.S. rights to four branded eye drops – IOPIDINE® 1% and 0.5%, MAXITROL® suspension, and MOXEZA®; and
 - U.S. sales and marketing for DEXYCU®; expanded commercial alliance with EyePoint Pharmaceuticals.
- Growth strategy expected to generate exceptional shareholder value, transforming Harrow into the next great U.S. ophthalmic pharmaceutical company.



Harrow's ImprimisRx Platform

- A vertically integrated FDA-registered ophthalmic pharmaceutical brand, consisting of integrated national sales and customer service teams, automated cGMP drug compounding facilities, and an efficient, scalable, and tech-enabled national distribution platform, including a 50-state mail order pharmacy.
- ImprimisRx's ~40 SKUs serve large and growing surgical and chronic eyecare markets:
 - 5.5 million annual ocular surgeries;¹
 - 8+ million intravitreal injections;²
 - 16+ million U.S. dry eye disease patients;³ and
 - 3+ million U.S. glaucoma patients.⁴
- Product lines supported by 60+ patents and peer-reviewed literature.
- Service 4,000+ monthly accounts of over 10,000 prescribers and institutions.
- Net Promoter Score ranked consistently in 80s and 90s throughout 2020 and 2021.

¹According to a 2019 report by *Market Scope*, a third-party provider of market data.

²According to a September 2021 report by *Market Scope*.

³Farrand KE, Fridman M, Stillman IO, Schaumberg DA. Prevalence of Diagnosed Dry Eye Disease in the United States Among Adults Aged 18 Years and Older. *Am J Ophthalmol* 2017;182:90-8.

⁴According to Glaucoma Research Foundation: <https://www.glaucoma.org/about/fast-facts-glaucoma-research-foundation.php>.



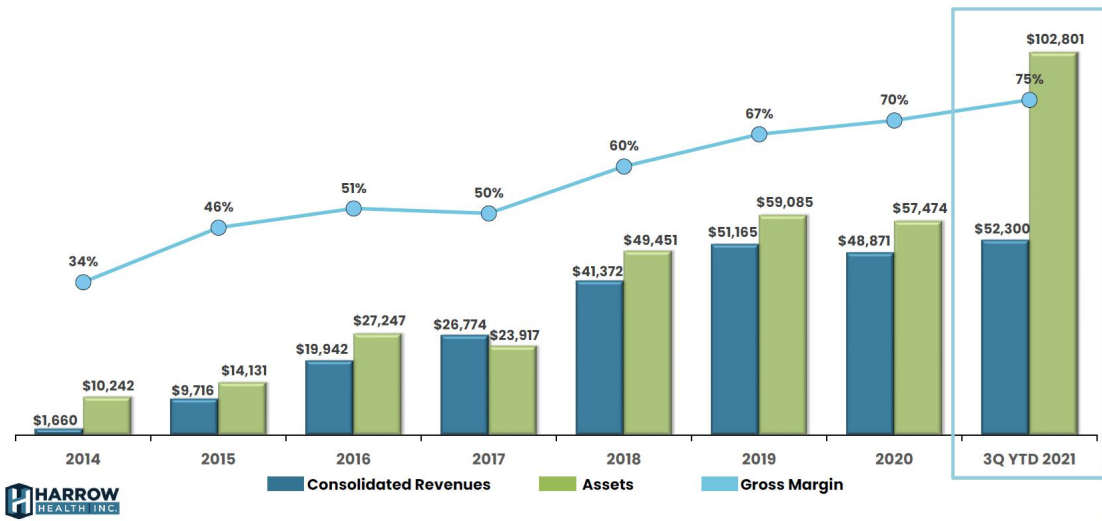
Harrow's Simple Approach



- Cash-pay focused; now integrating high-value reimbursable FDA-approved products.
- We seek to disintermediate all “middlemen” in the traditional value chain.
- We eschew prior authorizations, formulary rejections, coupons, and discount cards.
- ***We make pharmaceuticals and pharmacy simple and transparent.***

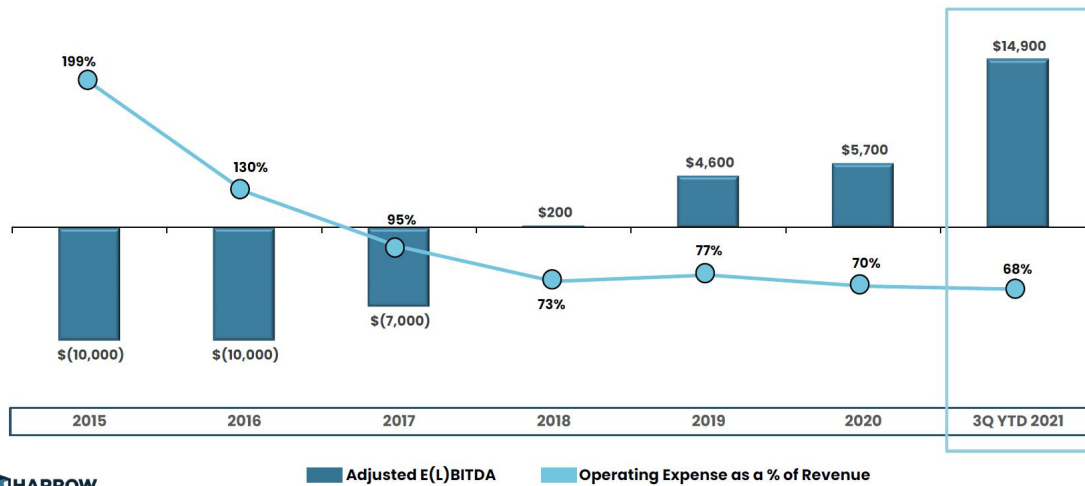
YTD Record Revenues, Gross Margin and Assets

(Revenues and Assets in Thousands)



Adjusted E(L)BITDA Growth and Expense Control

(Dollars in Thousands)



Adjusted E(L)BITDA Operating Expense as a % of Revenue

Crossing the Bridge



Becoming the
Next Great
U.S. Ophthalmic
Pharmaceutical
Company

- Continued organic revenue growth.
- Developing late-stage product candidates.
- Forming new commercial partnerships.
- Selling recently acquired FDA-approved drugs.



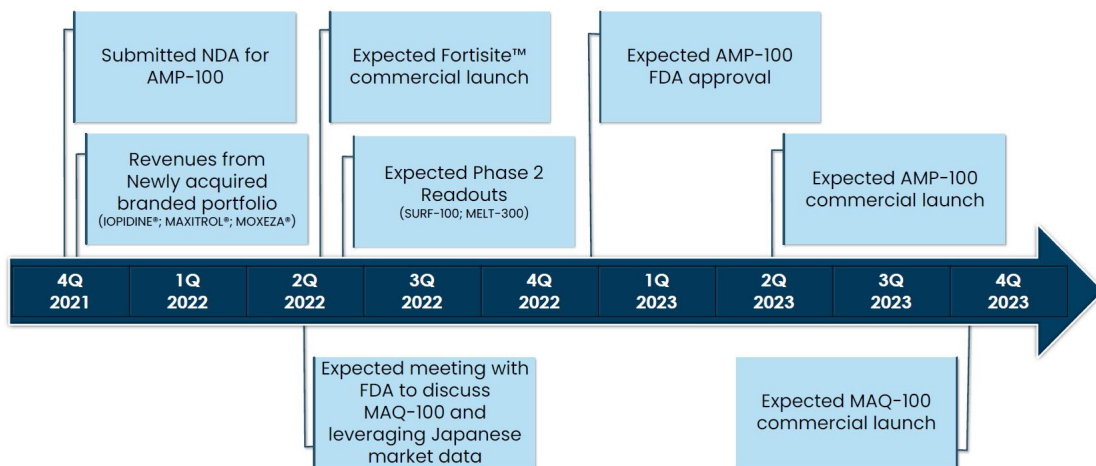
Adding High-Value FDA-Approved Products

- In 2021, we raised \$85 million (sale of \$10 million in Eton stock and \$75 million in unsecured senior notes):
 - Purchased U.S. and Canada rights to AMP-100 (NDA on file with FDA):
 - If approved, commercial focus will be ophthalmic procedures requiring the eye to be anesthetized.
 - 12.5 million annualized volume run rate for U.S. cataract surgeries and intravitreal injections.¹
 - Purchased U.S. and Canada rights to MAQ-100 (sold in Japan since 2010 under the name of MaQaid®):
 - Interested in leveraging Japanese data for a U.S. market filing.
 - 1Q22 FDA meeting expected; finalize development plan (visualization of vitreous during vitrectomy).
 - 400,000 annualized procedure run rate.¹
 - Expanded commercial alliance with EyePoint for U.S. sales and marketing activities for DEXYCU®.
 - Purchased U.S. rights to four “work-horse” ophthalmic branded products, which we intend to revitalize:
 - IOPIDINE® 1% and 0.5% (apraclonidine hydrochloride);
 - MAXITROL® (neomycin and polymyxin B sulfate and dexamethasone) 3.5mg/10,000 units/0.1%; and
 - MOXEZA® 0.5% (moxifloxacin hydrochloride).

¹ According to a September 2021 report by Market Scope.



Value Inflection Timing



Royalty Pipeline

- Surface Ophthalmics and Melt Pharmaceuticals were founded as Harrow Health subsidiaries.
- Surface was carved out in May 2018 and Melt was carved out in February 2019.
- Harrow owns:
 - Equity in Surface and Melt (20% and 46%, respectively);
 - \$13.5M senior secured note and ROFR on 3rd party commercialization rights of Melts products; and
 - Royalty rights on Surface's SURF-100, 200, 201 and Melt's MELT-300 drug candidates.

	Pre-Clinical	Phase 1	Phase 2	Phase 3	NDA Filed
SURF-201 Prevention of post-cataract surgery inflammation	▶				
SURF-200 Treatment of acute dry eye disease	▶				
SURF-100 Treatment of chronic dry eye disease	▶				
MELT-300 Procedural sedation and analgesia	▶				

Harrow Health, Inc.

- *2022 expectations: Growing revenues, stable gross margins and OpEx/revenue ratio.*
- Completed seven accretive/consequential deals during last 18 months.
- Revenues expected to more than double within a few years of product launch, with an improving gross margin profile, when newly acquired/licensed products are approved.
- Strengthened cash position is expected to sufficiently fund expected growth.
- Additional accretive business development and acquisition activities are underway.
- Balance sheet bolstered by large equity positions and royalties connected to Surface and Melt.
- Management is aligned with common stock shareholders with market-based vesting stock grants.
- *Positioned to be high growth and profitable; and the next great U.S. ophthalmic pharmaceutical company.*



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INVESTOR FACT SHEET

Quick Links:

- [Our History](#)
- [Corporate Presentation](#)
- [Letters to Stockholders](#)



Ophthalmic Focused

Highlights

(as of September 30, 2021)

- **Share Price**
\$9.09
- **52-week low/high**
\$4.76 - \$11.07
- **Shares Outstanding**
26.9 million
- **Average Daily Volume**
\$169,322 (over 3 months)
- **Market Capitalization**
\$245 million
- **3Q21 YTD Revenue**
\$52.3 million
- **3Q21 YTD Adjusted EBITDA***
(a non-GAAP measure)
\$14.9 million
- **3Q21 YTD Gross Margin**
75%
- **Cash and Cash Equivalents**
\$58 million
- **Insider ownership**
17% (April 5, 2021, Proxy)

Contact Information:

Jamie Webb
Director, Communications
and Investor Relations
615-733-4737

About the Company:

Harrow Health, Inc. (NASDAQ: HROW), an ophthalmic-focused healthcare company, owns and operates [ImprimisRx](#), a vertically integrated manufacturing, commercial, and distribution platform and one of the nation's leading ophthalmology-focused pharmaceutical brands.

Harrow also holds non-controlling, but significant, equity positions in [Eton Pharmaceuticals](#), [Surface Ophthalmics](#) and [Melt Pharmaceuticals](#), all of which started as Harrow Health subsidiaries.

Harrow owns royalty rights in four clinical stage drug candidates being developed by Surface Ophthalmics and Melt Pharmaceuticals.

Investment Highlights:

Record Financial Results – The Company's growth trajectory continued during the third quarter of 2021. Harrow's team delivered 53% year-over-year YTD revenue growth, 776% growth in year-over-year YTD Adjusted EBITDA¹ and set company record highs in many other key operational metrics.

Large, Growing, Focused Markets – Harrow operates in large and growing ophthalmic markets, such as ocular surgeries (5.5 million), intravitreal injections (8+ million), glaucoma (3+ million), and dry eye disease (16+ million).

Continued Expansion of Value to Customers – During the past 18 months, Harrow acquired, in-licensed, or partnered on seven new ophthalmic products:

- Acquired U.S. and Canada rights to AMP-100, an anesthetic drug candidate for intraoperative ocular pain, and submitted a new drug application (NDA) to the FDA. The annualized volume run rate for U.S. cataract surgeries and intravitreal injections is 12.5 million.²
- Acquired U.S. and Canada rights to MAQ-100, a drug candidate for visualization of the vitreous during vitrectomy, which has been sold in Japan since 2010 under the name of MaQaid®. Harrow expects to meet with FDA in 1Q22 to finalize development plan, including leveraging Japanese data for U.S. market NDA submission. The annualized procedure run rate for vitrectomies is 400,000.²
- Acquired U.S. rights to four FDA-approved branded eye drops – IOPIDINE® 1% and 0.5%, MAXITROL®, and MOXEZA®, which the Company intends to revitalize.
- Expanded commercial alliance with EyePoint Pharmaceuticals for DEXYCU®, an FDA-approved treatment for post-operative inflammation subsequent to ocular surgeries. Under the terms of the new alliance, ImprimisRx, Harrow's wholly owned subsidiary, assumed full responsibility for U.S. sales and marketing activity for DEXYCU, effective January 1, 2022.

Exciting, Value-Driving, Near-Term Events – The Company is continuing to evaluate additional product and product candidate acquisitions and partnerships, which are in various stages of negotiation and due diligence. Surface Ophthalmics and Melt Pharmaceuticals both expect to release topline Phase 2 clinical study results in the first half of 2022 on their lead drug candidates. Harrow owns 20% of the equity interests in Surface Ophthalmics and 46% of the equity interests in Melt Pharmaceuticals, along with royalty rights on their drug candidates.

¹A reconciliation of all non-GAAP measures are included in the Company's Letter to Stockholders, available on its website.
²According to a September 2021 report by *Market Scope*, a third-party provider of market data.

Selected Financial Data:

