

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

July 11, 2023
Date of Report (date of earliest event reported)

LISATA THERAPEUTICS, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation or organization)

001-33650
(Commission File Number)

22-2343568
(I.R.S. Employer Identification No.)

110 Allen Road, Second Floor, Basking Ridge, NJ 07920
(Address of Principal Executive Offices)(ZipCode)
(908) 842-0100

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 (see General Instruction A.2. below):

- 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, par value \$0.001 per share	LSTA	The Nasdaq Capital Market

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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(b) Lisata Therapeutics, Inc. (the “Company”) today announced that Erkki Ruoslahti, M.D., Ph.D., has decided to retire from its Board of Directors effective today, July 11, 2023. Dr. Ruoslahti will remain associated with the Company, however, in a scientific advisory position. Dr. Ruoslahti stated that his decision reflects, in part, his confidence in both the progress made with the Company’s lead asset, LSTA1, and the strategy that Lisata is taking to exploit the full potential of this asset as well as a desire to reduce his international travel (Dr. Ruoslahti resides in Sweden).

Item 9.01. Exhibits.

Exhibit No. Description

[99.1](#) Press Release, dated July 11, 2023

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LISATA THERAPEUTICS, INC.

By: /s/ David J. Mazzo

Name: David J. Mazzo, PhD

Title: President and Chief Executive Officer

Dated: July 11, 2023

Lisata Therapeutics Announces Retirement of Dr. Erkki Ruoslahti from Board of Directors

Lasker Prize winning researcher and serial entrepreneur will remain an advisor to the Company

BASKING RIDGE, NJ (July 11, 2023) – Lisata Therapeutics, Inc. (Nasdaq: LSTA) (“Lisata” or the “Company”), a clinical-stage pharmaceutical company developing innovative therapies for the treatment of advanced solid tumors and other serious diseases, today announced that Erkki Ruoslahti, M.D., Ph.D., has decided to retire from its Board of Directors effective today, July 11, 2023. Dr. Ruoslahti will remain associated with the Company, however, in a scientific advisory position. Dr. Ruoslahti cites the arduous requirements of international travel (he currently resides in Sweden) as well as his confidence in both the progress made with the Company’s lead asset, LSTA1, and the strategy that Lisata is taking to exploit the full potential of this asset as contributing to his decision.

Dr. Ruoslahti, a recent winner of the prestigious Albert Lasker Basic Medical Research Award, is the scientific founder of the CendR Platform[®] from which the Company’s lead development program, LSTA1, is derived. He has served on the Company’s Board of Directors and as Chair of its Science and Technology Committee since September 2022.

“Dr. Ruoslahti’s vision and groundbreaking scientific discoveries in the integrin space have been pivotal in shaping the trajectory of Lisata Therapeutics since its inception,” stated Greg Brown, M.D., Chairman of the Board of Lisata. “It has been a privilege and a pleasure working with him and, on behalf of the remaining members of the Board, I personally thank Dr. Ruoslahti and wish him the best.”

“Dr. Ruoslahti’s extensive experience and scientific insights have been critical to the development of the CendR Platform[®], which is the basis for LSTA1, our lead product candidate, presently being studied in a variety of clinical trials,” stated David J. Mazzo, Ph.D., President and Chief Executive Officer of Lisata. “I am personally grateful for his guidance and, on behalf of our management team, thank him for his contributions to date. We look forward to continuing to work with him and benefit from his invaluable scientific counsel.”

“After much thought and consideration, I have decided this is the right time for me to step aside from the Board of Directors. It has been my pleasure to work with the Lisata management team and Board of Directors in advancing the clinical development of LSTA1,” stated Dr. Ruoslahti. He continued, “Based on this progress which Lisata has made, and coupled with the results generated to date, I believe that LSTA1 will not only be a great success for the Company, but further, and more importantly, for the patients we seek to treat. I remain fully supportive of management and the strategy which they have implemented and look forward to witnessing a positive future for Lisata and the CendR Platform[®].”

About Lisata Therapeutics

Lisata Therapeutics is a clinical-stage pharmaceutical company dedicated to the discovery, development and commercialization of innovative therapies for the treatment of advanced solid tumors and other major diseases. Lisata’s lead product candidate, LSTA1, is an investigational drug designed to activate a novel uptake pathway that allows co-administered or tethered anti-cancer drugs to target and penetrate solid tumors more effectively. Based on Lisata’s CendR Platform[®] Technology, Lisata has already established noteworthy commercial and R&D partnerships. The company projects the announcement of many clinical study and business milestones over the next two years, having indicated that its current business and development plan

is funded with available capital through these milestones and into early 2026. For more information on the Company, please visit www.lisata.com.

Contact:

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