

**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  
October 16, 2020

Date of Report (Date of earliest event reported)

**ETON PHARMACEUTICALS, INC.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State of  
incorporation)

001-38738  
(Commission  
File Number)

37-1858472  
(I.R.S. Employer  
Identification Number)

21925 W. Field Parkway, Suite 235  
Deer Park, Illinois 60010-7208  
(Address of principal executive offices) (Zip code)

(847) 787-7361  
(Registrant's telephone number, including area code)

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))

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	ETON	NASDAQ Global 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 8.01 Other Events.**

On October 16, 2020, Eton Pharmaceuticals, Inc. issued a press release announcing the closing of its offering of 3,220,000 shares of common stock at a public offering price of \$7.00 per share. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

**Exhibit 99.1** [Press Release dated October 16, 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.

Date: October 16, 2020

By: */s/ W. Wilson Troutman*

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W. Wilson Troutman  
Chief Financial Officer and Secretary  
(Principal Financial Officer)

## **Eton Pharmaceuticals Announces Closing of Public Offering**

DEER PARK, IL., October 16, 2020 (GLOBE NEWSWIRE) — Eton Pharmaceuticals, Inc (Nasdaq: ETON), a specialty pharmaceutical company focused on developing and commercializing innovative treatments for rare pediatric diseases, today announced the closing of its previously announced offering of 3,220,000 shares of common stock at a public offering price of \$7.00 per share. The total offering included 420,000 shares sold as a result of the underwriter's exercise of its overallotment option in full.

Gross proceeds to Eton Pharmaceuticals from this offering are approximately \$22.5 million before deducting underwriting discounts, commissions and other offering expenses. Eton Pharmaceuticals intends to use the net proceeds from the offering primarily for general corporate purposes, which may include research and development activities, capital expenditures, selling, general and administrative costs, and to meet working capital needs.

National Securities Corporation, a wholly owned subsidiary of National Holdings, Inc. (NASDAQ: NHLD), acted as the sole book-running manager of the offering. The Liquid Venture Partners group at National Securities was responsible for sourcing and executing the offering.

The shares described above were offered pursuant to a registration statement previously filed with and subsequently declared effective by the Securities and Exchange Commission, or SEC. The final prospectus supplement and accompanying base prospectus relating to the offering may be obtained from National Securities Corporation, Attn: Charles Wanyama, ECM -Syndicate, 200 Vesey Street, 25th Floor New York, NY 10281, email: [cwanyama@yournational.com](mailto:cwanyama@yournational.com), telephone: (212)-417-3634. Electronic copies of the final prospectus supplement and accompanying base prospectus are also available on the SEC's website at <http://www.sec.gov>.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy any of the securities described herein, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

### **About Eton Pharmaceuticals**

Eton Pharmaceuticals, Inc. is a specialty pharmaceutical company focused on developing and commercializing innovative treatments for rare pediatric diseases. The company currently owns or receives royalties from three FDA-approved products, including ALKINDI® SPRINKLE, Biorphen®, and Alaway Preservative Free®, and has six additional products in its late-stage pipeline, including five that have been submitted to the FDA.

### **Safe Harbor**

*This press release contains forward-looking statements regarding the intended use of proceeds from the offering. Forward-looking statements involve known and unknown risks, uncertainties and other factors that could cause actual results to differ materially, including those risks disclosed in the section "Risk Factors" included in the final prospectus supplement and accompanying base prospectus filed with the SEC on October 15, 2020. Eton Pharmaceuticals cautions readers not to place undue reliance on any forward-looking statements. The Company does not undertake, and specifically disclaims any obligation, to update or revise such statements to reflect new circumstances or unanticipated events as they occur.*

### **Company Contact:**

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