
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) **October 15, 2015**

OCULUS INNOVATIVE SCIENCES, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-33216
(Commission
File Number)

68-0423298
(IRS Employer
Identification No.)

1129 N. McDowell Blvd.
Petaluma, CA 94954
(Address of principal executive offices)
(Zip Code)

(707) 283-0550
(Registrant's telephone number, including area code)

Not applicable.
(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))
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Item 7.01. Regulation FD Disclosure.

Attached is the investor presentation for the Dawson James Investor Conference on October 15, 2015. The presentation materials are furnished hereto as Exhibit 99.1.

This report contains forward-looking statements. Forward-looking statements include, but are not limited to, statements that express our intentions, beliefs, expectations, strategies, predictions or any other statements related to our future activities, or future events or conditions. These statements are based on current expectations, estimates and projections about our business based, in part, on assumptions made by management. These statements are not guarantees of future performances and involve risks, uncertainties and assumptions that are difficult to predict. These risks and uncertainties include, but are not limited to the risks described in our Annual Report on Form 10-K including: our ability to become profitable; the progress and timing of our development programs and regulatory approvals for our products; the benefits and effectiveness of our products; the ability of our products to meet existing or future regulatory standards; the progress and timing of clinical trials and physician studies; our expectations related to the use of our cash reserves; our expectations and capabilities relating to the sales and marketing of our current products and our product candidates; the establishment of strategic partnerships for the development or sale of products; the risk our research and development efforts do not lead to new products; the timing of commercializing our products; our ability to penetrate markets through our sales force, distribution network, and strategic business partners to gain a foothold in the market and generate attractive margins; the expansion of our sales force and distribution network; the ability to attain specified revenue goals within a specified time frame, if at all, or to reduce costs; the outcome of discussions with the U.S. Food and Drug Administration, or FDA, and other regulatory agencies; the content and timing of submissions to, and decisions made by, the FDA and other regulatory agencies, including demonstrating to the satisfaction of the FDA the safety and efficacy of our products; our ability to manufacture sufficient amounts of our product candidates for clinical trials and products for commercialization activities; our ability to protect our intellectual property and operate our business without infringing on the intellectual property of others; our ability to continue to expand our intellectual property portfolio; our expectations about the outcome of litigation and controversies with third parties; the risk we may need to indemnify our distributors or other third parties; our ability to attract and retain qualified directors, officers and employees; our expectations relating to the concentration of our revenue from international sales; and our ability to expand to and commercialize products in markets outside the wound care market. Therefore, actual outcomes and results may differ materially from what is expressed or forecasted in the forward-looking statements due to numerous factors, including those risks discussed in our Annual Report on Form 10-K and in other documents that we file from time to time with the SEC. Any forward-looking statements speak only as of the date on which they are made, and we do not undertake any obligation to update any forward-looking statement to reflect events or circumstances after the date of this report, except as required by law.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

99.1* Oculus Innovative Sciences, Inc. Management Presentation for Dawson James Investor Conference on October 15, 2015

The information filed as Exhibit 99.1 to this Current Report on Form 8-K is being furnished in accordance with Item 7.01 and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities imposed by that Section. Such information shall not be incorporated by reference into any registration statement or other document or filing under the Securities Act of 1933, as amended, except as may be expressly set forth in a specific filing.

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.

Oculus Innovative Sciences, Inc.
(Registrant)

Date: October 15, 2015

/s/ Robert Miller
Name: Robert Miller
Title: Chief Financial Officer



Forward Looking Statement

This presentation includes forward-looking statements that are made pursuant to the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995. While these statements are made to convey to the public the company’s progress, business opportunities and growth prospects, readers and listeners are cautioned that such forward-looking statements represent management’s opinion. Whereas management believes such representation to be true and accurate, based on information and data available to the company at this time, actual results may differ materially from those described. The company’s operations and business prospects are always subject to risk and uncertainties. Important factors that may cause actual results to differ are set forth in the company’s periodic filings with the US Securities and Exchange Commission.

Corporate Overview & Investment Summary

- Oculus is a specialty pharmaceutical company, focused on developing and selling **unique, affordable & branded** products for **dermatology** and advanced tissue care
- 11 510(k)s and 10 CE marks cleared Microcyn-based products, commercially established in over 35 countries
 - Fiscal year 2015 revenue of \$14 million from sales of Microcyn-based products via direct sales force in the U.S. and strategic business partnerships in Mexico, Europe, the Middle East and Asia
- Versatile Core Hypochlorous Acid (“HOCl”) based Microcyn® technology has the potential to address a number of dermatological conditions
- 45 issued patents & 82 pending – Issued U.S. patent for HOCl on atopic dermatitis

Investment Opportunity: Low Value & High Revenue Growth as a Turnaround:

- **Market cap of \$20 million vs \$8.8M cash (6/30/15), \$14M revenue & no debt**
- **Double digit product revenue growth, led by dermatology**

2014 – Year of Transformation - after Ruthigen IPO

Strengths:

- Strong and growing international revenue base
- Versatile and effective Microcyn technology
- Valuable position in Ruthigen

Challenges:

- With Ruthigen IPO, lost founding CEO and most of Board
- Declining revenues and lost major animal health care business
- Relied on flawed partnership business model – “mile wide & inch deep”
- And without a clear plan for growth

Actions:

- Appointed a new CEO and reconstituted the Board adding great experience
- After an intensive strategic analysis with the Board, developed the following strategy and plan.

Solution: New Board, New Strategy & New Leadership

Core Market: Grow Dermatology Business with Direct Sales Force in U.S.

Step 1: Build a *direct sales force platform*, using **Microcyn** as *initial cornerstone with pipeline of unique, affordable & branded products*

- **Diversify into non-HOCI technologies** via license, becoming a **multiple technology, dermatology** company.
- Use *international distribution network* to grow *international dermatology*

Step 2: **Identify** *Orphan Drugs and/or low cost NDAs* to develop for our *direct sales force* to sell

Non-Core markets: All other markets in US and all markets OUS

- Use **partnership model** to **generate cash** for the growth of the *derm business*

Transformational strategy, moving from partnering, to direct sales, with derm as our core market, should provide consistent revenue growth.

Steps Taken to Implement Our New Strategy

Fall to Late 2014:

- Crafted a very detailed 3 year action and financial plan, blessed by the New Board
- Hired very talented, derm sales & marketing, management team; over 70+ experience
- Hired 10 experienced field sales people
 - Located in high volume regions based on IMS data
- Set up national wholesaler distribution with Cardinal, McKesson, Ams. Ber., HD Smith
- Launched Alevicyn Gel, Alevicyn Dermal Spray and Celacyn Scar treatment

Results: Sold 1,339, 4,374 & 7,028 units in consecutive December thru June QTRs

Year to date – 2015: - Strong cash position of \$8.8 million as of June 30, 2015

- Licensed & filed 510k for new patented skin repair and other technologies for future pipeline
- Received FDA clearance for new “no touch” spray gel in June & launched in late August
- Implemented periodic price increases but remaining the low cost provider
- Loaded 2 new products in late September and launch in October/ November

Why Picked Dermatology as Core Market?

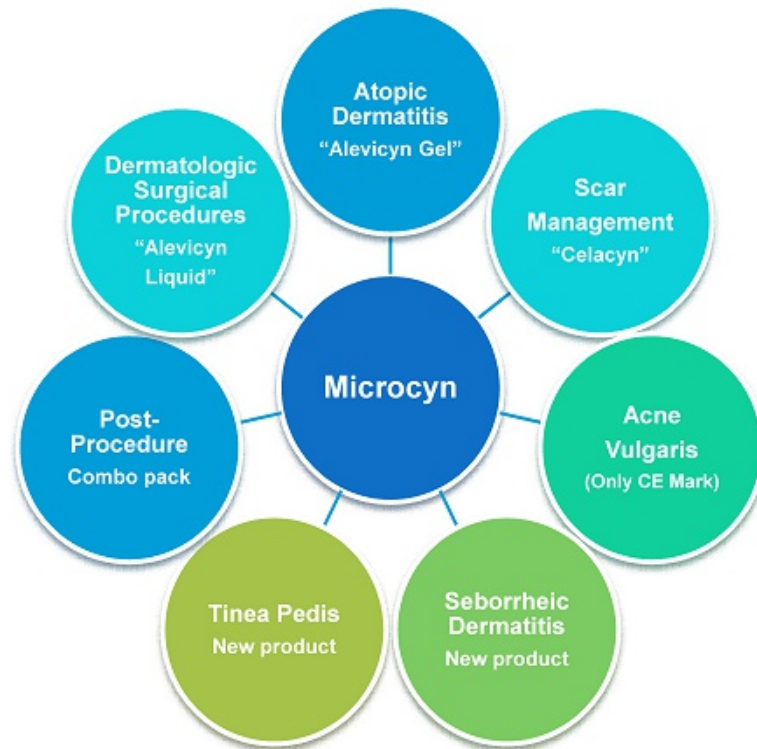
1. Dermatologists are high prescribers and early adopters
2. Concentrated market could be adequately covered by relatively small sales force
3. Proven effectiveness of our Microcyn technology in dermatology
4. Abundant product pipeline with Microcyn & large addressable markets
5. Favorable product pricing & elasticity, producing strong margins
 - Products reimbursed by insurance for devices
6. Predictable revenue growth, quick sales ramp & quick breakeven for sales cost
7. High valuation for dermatology revenue – 3x to 6x of revenue

- After 12 months do we still agree with these reasons and what are the results?

Proven Effectiveness of Microcyn in Dermatology ⁽³⁾

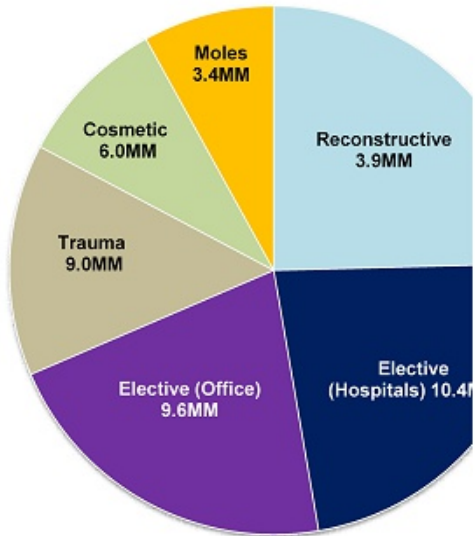
- **Microcyn - HOCl** - Only compound in the world with unique combination:
 1. **SAFE** as saline, including in sensitive body cavities
 2. **BROAD** spectrum antimicrobial
 - Effective against bacteria, certain viruses, fungi & spores via unique mechanism of action
 - No antibiotic resistance observed and kills resistant strains (MRSA, VRE)
 3. **THERAPEUTIC: reduces inflammation, itch, pain & scarring**
 - Accelerates tissue healing via increased oxygen delivery
- Significant evidence of safety and efficacy:
 - Efficacy and safety validated in over 35 clinical trials and
 - Use on over five million patients globally, validates reduction in:
 - ✓ Itch
 - ✓ Scarring
 - ✓ Inflammation
 - ✓ Skin infections
 - ✓ Pain
 - ✓ And improved healing of skin.

Microcyn: A Robust Dermatology Pipeline (4)

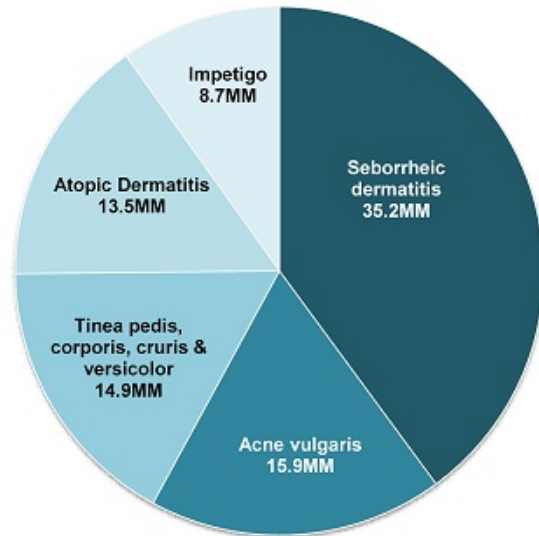


Large Addressable Dermatology Markets (4)

Breakdown of Surgical Skin Procedures in the U.S.



Potential dermatology indications and annual topical Total Prescriptions (TRx)



by the Ivenetz Group December 2009, LifeSci Advisors









Favorable Product Pricing & Elasticity – Atopic Dermatitis (5)

	Price	Unit	Size
List of Competitive Products:	Per Gram	Price	(in grams)
HOCl:			
Alevicyn Gel 6 oz	\$0.50	\$85	170
Alevicyn Spray Gel 6 oz	\$0.47	\$80	170
Atrapro Gel 4 oz	\$1.90	\$216	114
Aurstat Gel 8 oz	\$1.29	\$292	227
Skin repair products:			
Neosalus cream	\$1.38	\$276	200
Hylatopic cream	\$1.54	\$154	100
Brand Corticosteroids:			
Low strength: Aclovate	\$1.72	\$103	60
Medium: Locoid Lipocream	\$14.07	\$844	60
High strength: Temovate Cream	\$4.28	\$257	60
TIMs:			
Elidel	\$7.92	\$475	60
Protopic	\$7.72	\$463	60
Derm Generic Corticosteroids:			
High price	\$7.00		
Low price	\$0.10		

Oculus Innovative Sciences, Inc.

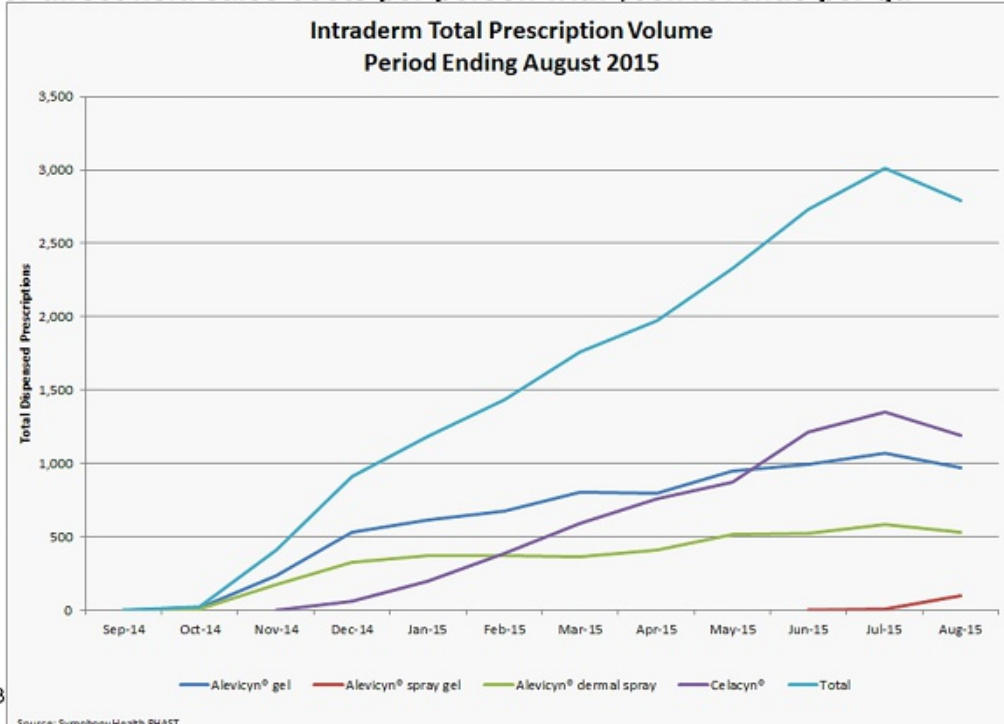
Microcyn Product Comparison – Atopic Dermatitis

 Very Poor
 Good
  Poor
 Very Good
  Neutral

	(“TIMs”) Topical Immunomodulators	Topical Corticosteroids	Alevicyn (Microcyn)
Reduces Itch	---	++	+++
Reduces inflammation			
Anti-microbial & Time to kill	b 	-- 	+++
Improves broken skin			
Safety			
Side effects			

Sales Growth, Quick Sales Ramp & Breakeven (6)

- Quick sales ramp: 4 to 9 months
- Cover direct field sales costs (\$40k per qtr) in less than 12 months
- Cover direct field sales costs per person with \$53k revenue per qtr



High Valuation for Dermatology Revenue ⁽⁷⁾

Summary of Major M&A Deals Since 2008			
Target Company (\$M's)	Price	Revenue	Multiple
Stiefel Laboratories	3,600	1,000	3.6
Medicis Pharmaceutical	2,600	721	3.6
Fougera Pharmaceuticals	1,525	429	3.6
PreCision Dermatology	500	130	3.8
Graceway Pharmaceuticals	455	355	1.3
Aqua Pharmaceuticals	402	127	3.2
SkinMedica	350	69	5.1
Dow Pharmaceutical Sciences	285	45	6.3

Alevicyn™ Antipruritic Gel & Dermal Spray

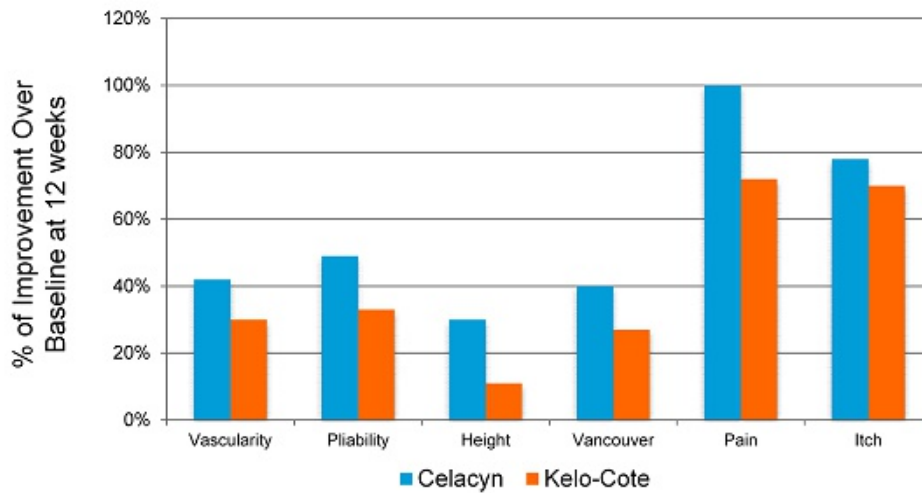
- **Gel and dermal spray for relief of itch and pain from dermatoses**
 - Reduce/ replace use of steroids and TIMs
 - Addressable U.S. market of \$500 - \$600 million
 - Issued U.S. patent for HOCl on atopic dermatitis
- **Only proven pure HOCl liquid on the market used for dermatoses and surgical procedures**
 - Skin cancer removal and skin related wounds
 - Alleviate organisms to eliminate itch
- **Current HOCl derm market**
 - Gel: Alevicyn Spray Gel & Gel (6oz), Aurstat (8 oz), and Atrapro (4 oz)
 - Liquid: Alevicyn (8oz) and Atrapro (8oz)
- **Pricing of HOCl derm products:**
 - Alevicyn - \$80 WAC with up to \$13 rebate
 - Aurstat & Atrapro - \$292 WAC with \$208 + rebate



Celacyn™ Scar Management Gel

- Approved by FDA for management of old and new keloid and hypertrophic scarring.
- One of two prescription scar products & large addressable market for scars in U.S.

Celacyn vs. Kelo-Cote Double Blind, Randomized Clinical Study End Points



Product Revenue Growth: 37% 1st QTR & 38% FY 2015

- **U.S.: Advanced Tissue Care & Derm Partner (27% of total product revenue)**
 - Product revenue growth only: **122% 1st QTR**
 - Direct sales force of 20 outside and 9 inside people – derms & acute care
 - Launched into animal health care with the SLA group.
 - Derm partner – Quinnova/Chemo Group (non-exclusive)

- **Latin America Partner: Sanfer (53% of total product revenue)**
 - Product revenue growth only: **43% 1st QTR**
 - 1,000 person sales force in Mexico & 200+ in other Latin American countries
 - 40% market share in pharmacy antiseptic market –100k units/ month
 - Standard of care in Mexico as anti-infective in wound care & surgical

- **Europe, Middle East and Asia (20% of total product revenue)**
 - Product revenue growth: **-15% 1st QTR**
 - Network of international distributors
 - Broad portfolio of dermatology CE Mark approvals
 - Growth in EU market with many new approvals and products



Oculus Innovative Sciences, Inc.

Q1 Product Revenue up 37% vs. Same Period Last Year

Product related revenues	Three Months Ended June 30,			
	2015	2014	\$ Change	% Change
United States	\$ 787	\$ 355	\$ 432	122%
Latin America	1,558	1,093	465	43%
Europe and Rest of the World	571	673	(102)	(15)%
	2,916	2,121	795	37%
Product license fees and royalties	447	1,049	(602)	(57)%
Total product related revenues	<u>\$ 3,363</u>	<u>\$ 3,170</u>	<u>\$ 193</u>	<u>6%</u>

Product related revenues	Year Ended March 31,			
	2015	2014	\$ Change	% Change
United States	\$ 1,978	\$ 1,406	\$ 572	41%
Mexico	5,053	3,758	1,295	34%
Europe and Rest of the World	2,908	2,046	862	42%
	9,939	7,210	2,729	38%
Product license fees and royalties	3,056	5,513	(2,457)	(45)%
Total product related revenues	<u>\$ 12,995</u>	<u>\$ 12,723</u>	<u>\$ 272</u>	<u>2%</u>

Catalysts to Derm Growth: New Products & More Sales Reps

Continued Growth of Current Products Sold:

1. Alevicyn Hydro Gel for atopic dermatitis – Q4 2014
2. Alevicyn Dermal Spray for use on procedures – Q4 2014
3. Celacyn for scar treatment – Q1 2015
4. Alevicyn Spray Gel for “no touch” application on hard to reach dermatitis – Q2 2015

Growth from New Products to be launched:

5. Post procedure pack of Alevicyn and Celacyn – Q3 2015
6. Branded oral drug – Q4 2015
7. Skin barrier repair product – Q1 2016 (requires FDA clearance)
8. Combination Alevicyn & skin repair – Q1 2016
9. Seborrheic dermatitis product – Q2/ Q3 2016 (requires FDA clearance)

Growth in new territories:

- Increase sales reps from 10 to 20 over next 12 months
 - Adding 4 before end of Q4 2015

Catalysts in Next 12 Months



Low Value and High Revenue Growth Investment

- Low valuation of \$20 million vs cash & revenue
 - Current cash of \$8.8 million as of June 30, 2015
 - Revenue of about \$14 million
 - No debt
- Strong expected product revenue growth for this fiscal year
 - United States – 50%+ - direct sales force in dermatology (27% of total)
 - Mexico – 10% to 15% product unit growth (53% of total)
 - Europe & ROW – 15% to 20% local currency (20% of total)



OCULUS

Innovative Sciences

Thank You

Questions and Answers

