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concerning the Offering.

This presentation is being distributed only to and is only directed at: (i) persons in member states of the European Economic Area ("EEA") who are "qualified investors" within the meaning of the Prospectus Regulation (EU) 2017/1129 (as amended) (the "Prospectus Regulation") ("Qualified investors"); and (i) persons in the United Kingdom ("UK") that are "qualified investors" within the meaning of the Prospectus Regulation as it forms part of UK domestic law pursuant to the European Union (Withdrawae) Act 2018 (as amended) (the "UK Prospectus Regulation") ("Qualified investors") and are persons are the second of the Prospectus and are persons are the second of the Prospectus and are persons are the second of the Prospectus and the Prospectus are the persons or entities selling within Article 15(5) of the Financial Promotions) Order 2005 (as amended) (the "Order"); (b) who are high net worth or persons or entities selling within Article 15(5) of the Financial Promotions) Order 2005 (as amended) (the "Order"); (b) who are high net worth or persons or entities selling within Article 15(5) of the Financial Promotions) Order 2005 (as amended) (the "Order"); (b) who are high net worth or persons or entities selling within Article 15(5) of the Financial Promotions Order 2005 (as amended) (the "Order"); (b) who are the persons or entities and the Article 25(5) of the Prospectus and Markets Act 2000 (are the Article 25(5) of the Prospectus Regulation (this person and the Article 25(5) of the Prospectus Regulation (This person are a and decorated or or relice on (i) in the UK by persons who are not Relevant Persons, and (ii) in the ELX by persons who are not Relevant Persons, and (ii) in the ELX by persons who are not Relevant Persons, and (ii) in advising on investments of the kind contained in the second and the Article 25(5) of the Prospectus Regulation (this person and are the Article 25(5) of the Prospectus Regulation (this person and are the Regulation (this person and the Article 25(5) of th

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## **Free Writing Prospectus**

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You may access these documents for free by visiting EDGAR on the SEC Web site at http://www.sec.gov. The preliminary prospectus, dated April 26, 2022, is available on the SEC Web site at http://www.sec.gov. Alternatively, we or any underwriter participating in the offering will arrange to send you the prospectus if you contact ThinkEquity LLC, located at 17 State Street, 22nd Floor, New York, New York 10004, by telephone at (877) 436-3673, or by email at prospectus@think-equity.com.

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## **Offering Summary**

Issuer	OKYO Pharma Limited
Listing / Symbol	Nasdaq: OKYO/ADS LSE: OKYO/Ordinary Shares
Expected Offering Size	~ \$5,000,000 of ADSs
Over-Allotment Option	15%
Use of Proceeds	<ul> <li>File IND for OK-101 to treat DED</li> <li>Start the Phase 2 clinical trial for OK-101 in DED patients</li> <li>Working capital and general corporate purposes</li> </ul>
Sole Book-Running Manager	ThinkEquity

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## **OKYO Pipeline**

Major OKYO focus: OK-101 to treat Dry Eye Disease

Asset	Indication	Pre-Clinical	*IND-Enabling Studies	Phase 1	Phase 2	Phase 3
	Dry Eye		$\longrightarrow$	**Not Required	Anticipated start date Q4-2022	
	Uveitis		•			
OK-101	Allergic Conjunctivitis	<b></b>	•			
	Ocular Pain	$\longrightarrow$	•			
OK-201	Discovery Program					

<sup>\*</sup>Anticipated IND Submission date Q3/Q4, 2022

<sup>\*\*</sup>Topical drug delivery

## **Investment Highlights**

## Topically Delivered OK-101 Drug Candidate

- Novel mechanism of action: antiinflammatory & pain reducing activity
- Inflammation and pain are the most common symptoms of dry eye
- Strong need for new drugs for dry eye disease
- Huge market potential for new drugs for dry eye disease

## Rapid Clinical Development

- IND planned for Q3/Q4 2022
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- Phase 2 planned to enroll first patient in Q4 2022
- Topline data anticipated in Q2/Q3, 2023
- Development time to approval: 4-5 years

## Capital Efficient Program

- Able to skip Phase 1 safety trial and go directly to Phase 2 safety and efficacy trial in dry eye disease patients
- Short Phase 2 trial: n = 200-250
   Trial duration = 6-8 months
- Phase 2 trial designed as potential Phase 3 registration trial
- · Rapid clinical development plan

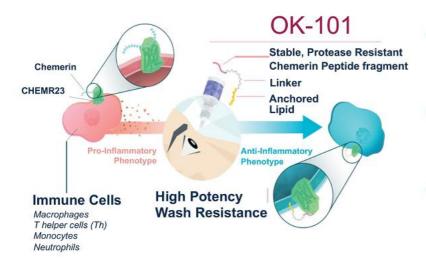
## **Drug Candidate OK-101 to Treat Dry Eye Disease**

**OK-101**: A lipid-conjugated chemerin peptide that targets a \*GPCR receptor located on ocular immune cells involved in inflammation

- Novel mechanism-of-action In vitro and animal studies indicate OK-101 exhibits both anti-inflammatory and ocular pain reducing activities
- Lipidated chemerin peptide chemistry minimizes tear washout from ocular surface
- Administered topically, and is planned to go straight from successful IND filing to Phase 2 efficacy trial in dry eye disease patients
- Rapid path to establishing efficacy should save time and capital on clinical development

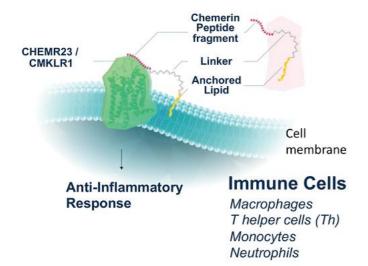
\* G protein-coupled receptor

## **Chemerin- A Potential Regulator of Inflammation & Pain**



- Chemerin, endogenous agonist of chemerin receptor ChemR23, activates immune cells at the inflammation site
- Smaller chemerin derived peptides can physiologically inhibit the inflammatory response of chemerin
- Topically administered OK-101 peptide can dramatically enhance the anti-inflammatory response

## **Proprietary MAP platform**



## Novel membrane-anchored peptide (MAP) technology\* enhances potency and increases drug residual time on the ocular surface

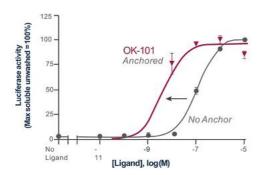
\*OKYO has exclusive license for OK-101, a novel membrane-anchored chemerin peptide from OTTx Therapeutics, Boston that has potential t reduce ocular surface inflammation and ocular pain

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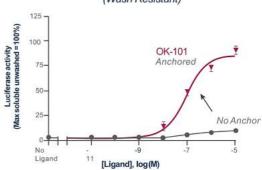
## Membrane Anchoring Improves Potency, and Durability

## \*In-vitro studies

Enhanced Potency
Human Chemerin Receptor

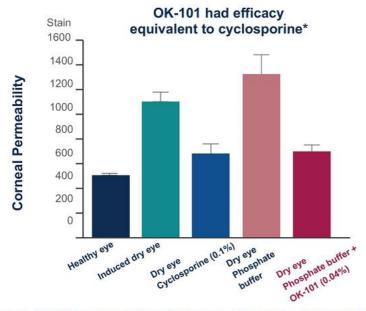






\*Adapted from Doyle J et al, J. Biol. Chem. 2014; 289:13385

## Validation, Dry Eye Mouse Model





- OK-101 and cyclosporine were administered topically twice a day
- Corneal permeability significantly reduced with OK-101 vs phosphate buffer (vehicle) alone
- Potency of OK-101 was comparable to cyclosporine, an active ingredient of Restasis (Allergan)
- Reducing corneal permeability with OK-101 improves corneal integrity in dry eye mouse model

\*Patil et al. (2019) 14th Congress on Ocular Pharmacology and Therapeutics, New Orleans, LA

## **OK-101 Normalized Goblet Cells & Reduced Inflammatory CD4 T Cells**

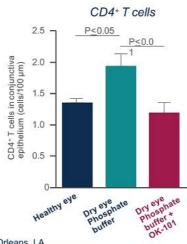
## Increased mucin-secreting goblet cells\*

OK-101: (0.04%) normalized goblet cell density (OK-101 was administered topically twice a day)

# Goblet cell density Feo.001 Peo.001 The property of the pro

## Reduced Inflammatory Biomarkers\*

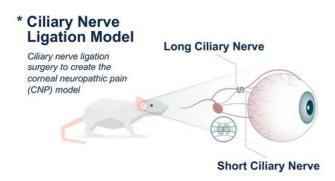
OK-101: (0.04%) reduced count of CD4+ T cells, which are known biomarkers of inflammation



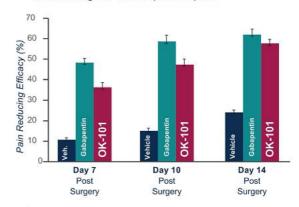
\*Patil et al. (2019) 14th Congress on Ocular Pharmacology and Therapeutics, New Orleans, LA

## **OK-101: Potential Modulator of Ocular Pain**

A significant proportion of dry eye patients suffer from "neuropathic ocular pain" with moderate to greater pain intensity.



\*Collaboration with Dr. Pedram Hamrah, Tufts Medical Center, Boston (Kenyon B, ARVO Abstract 4085, 2020) OK-101¹ reduced corneal pain response similar to gabapentin² (GBP), a commonly used drug for neuropathic pain



 $^1$ Topical administration (0.04%) 6 times daily  $^2$ Administered by intraperitoneal injection, 100~mg/kg once at Day 4, 7, 10, and 14)



## **Ocular Surface Damage**

Lack of moisture and lubrication resulting in progressive damage to the ocular surface

## Inflammation & Hyperpermeability

Inflammation and hyperpermeability leads to chronic symptoms of pain, itchiness, burning, and potential visual impairment

## Dry Eye Disease Growth & Digital Screen Time

Long-term use of contact lenses and increasing digital screen time means the incidence of dry eye disease will continue to grow

## Dry Eye Disease (DED) Market Opportunity

- Global DED\*market approximately \$5.22 billion in 2019 and expected to reach \$6.54 billion by 2027.
- DED causes approximately \$3.8 billion annually in healthcare costs and represents a major economic burden to public healthcare, accounting for more than \$50 billion<sup>†</sup> to the US economy annually.
- Present-day drugs inadequately treat DED arguing that a drug that is more effective will further increase market size.

<sup>†</sup>Yu J et al, Cornea. 2011; 30: 379

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<sup>\*</sup>Market Research Report, Dry Eye Syndrome Market, FBI102413, Dec. 2020

## Dry Eye: Standard of Care & Short Comings of Current Treatments

## 5 FDA approved drugs on market

	<sup>1</sup> Comments  Delayed response, up to 6 months to improve symptoms, burning sensation when instilled <sup>2</sup> 70.8% patients do not refill Rx at Month 12		
Restasis (0.05% cyclosporine) Allergan			
Xiidra (5% LFA-1 antagonist) Novartis	Eye irritation and burning sensation, change in tas <sup>2</sup> 64.4% patients do not refill Rx at Month 12		
Cequa (0.09% Cyclosporine) Sun Pharma	Burning, pain upon instillation, blurry vision, UTI (side effects on label)		
Eysuvis (0.25% Loteprednol) Kala Pharma	Short-term treatment only (maximum 2 weeks)		
Tyrvaya	Sneezing, cough & throat irritation (side effects on		

## **Short Comings of Current Drugs**

- · Inadequate efficacy
- · Slow onset of action
- Several side effects of current drugs demand the need for more effective drugs to treat dry eye disease

The need for more effective drugs

(0.03 mg Varenicline/ inhalation)

<sup>&</sup>lt;sup>1</sup> Side Effect profiles from Drug Labels, <sup>2</sup> White DE, et al. Clinical Ophthalmology 2019:13 2285

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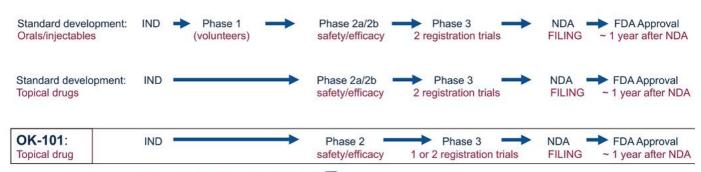
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## **Drug Development Timelines**

## \*Average time from drug discovery through clinical development to FDA approval: >10 years



Potential Registration Trial

Potential OK-101 Development time to approval: 4 - 5 years

<sup>\*</sup> PhRMA, Biopharmaceutical Research & Development: The Process Behind New Medicines (Washington, DC: PhRMA, May 2015)

## FEBRUARY 15, 2022 - OKYO PRESS RELEASE

OKYO Pharma announces Successful Completion of a Pre-IND Meeting with the FDA on the Development of OK-101 to Treat Dry Eye Disease

OK-101 First-in-Human Trial planned as Phase 2 Trial incorporating Primary Efficacy Endpoints covering Signs and Symptoms of Dry Eye Disease

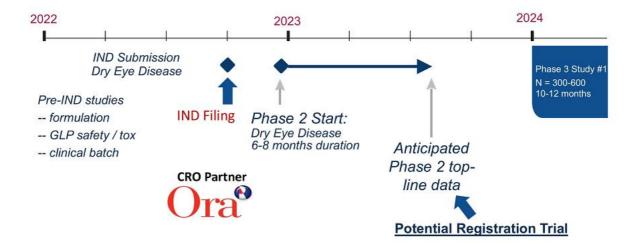
## Key points from press release:

- FDA concurred with OKYO's plan to <u>pre-specify co-primary efficacy endpoints</u> covering both a sign and symptom of dry eye disease in the planned DED Phase 2 clinical trial.
- Successful Phase 2 trial with pre-specified primary efficacy endpoints would accelerate timeline to new drug application (NDA).

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## **OK-101 Development Timeline**

- Skipping Phase 1
- Designing Phase 2 effectively as a Phase 3 registration trial



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## **Investment Highlights**

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## **Intellectual Property Portfolio**

## OK-101 Technology:

Comp. of Matter: US 10,233,219

 Issued in US to 2034 with potential patent term extension up to 2039

## Dry Eye

- Method of Use: US 11,197,906
- Issued in US to 2037 with potential patent term extension up to 2041

## **Neuropathic Pain**

- Method of Use: US11,254,720
- Issued in US to 2034 (+187 days of \*PTA)

## OK-201 Technology:

Comp. of Matter: US 10,899,796

 Issued in US to 2036 (+70 days of \*PTA) with potential patent term extension up to 2042

## Dry Eye, Pain, Inflammation

- Method of Use: US 10,899,796
- Issued in US to 2036 (+70 days of \*PTA) with potential patent term extension up to 2042
- Issued European Patent on Comp. of Matter and Use for neuropathic pain, ocular pain, ocular inflammation, or dry eye: EP3373947

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<sup>\*</sup>PTA = patent term adjustment for delay in patent office

## **Experienced Team With Considerable Drug Development Expertise**

## Management



## Gary S. Jacob, PhD

## **Chief Executive Officer and Director**

Co-inventor and developer of Synergy's FDA-approved drug Trulance, currently marketed by Bausch Health, Inc. 35 years of experience in the pharmaceutical and biotechnology industries.

## Raj Patil, PhD

## Chief Scientific Officer

30 years of academic/pharmaceutical R&D experience and leadership experience at Alcon, Novartis and Ora, all leaders in Ophthalmology

## Keeren Shah

### Chief Financial Officer

20 years of experience in controllership, financial planning and analysis, IPO offering and variety of finance positions at Visa Inc. Arthur Andersen and BBC Worldwide

## MONSANTO \$















## Board

## Gabriele Cerrone

### Chairman, Founder

Extensive experience founding, financing, restructuring, and listing multiple micro-cap biotechnology companies in oncology, infectious diseases, and molecular diagnostics







## Gary S. Jacob, PhD

## Chief Executive Officer and

35 years of experience in the pharmaceutical and biotechnology industries, R&D, operations, business development and capital financing

### Willy Simon

### Non-Executive Director

linternational banking experience gained in senior leadership positions at multiple financial institutions.





## Bernard Denoyer

## Non-Executive Director

Extensive financial management experience as Senior Vice President of Synergy Pharmaceuticals, Inc. Also served as Chief Financial Officer and Senior Vice President of META Group,





## John Brancaccio

### Non-Executive Director

Financial executive with extensive international and domestic experience in pharmaceutical and biotechnology companies







## Capitalization Table & Balance Sheet

Capitalization Table*	ADS Equivalent**	Balance Sheet	At September 30, 2021
Outstanding ordinary shares	21,144,853	Cash	\$5.2m
Options (WAEP: £3.70)	1,113,846	Total Assets	\$5.6m
Warrants (WAEP: £3.02)	563,986	Total Debt	\$0.6m
Fully diluted ordinary shares	22,822,686	Shareholders equity	\$5m

<sup>\*</sup>As of April 26, 2022 \*\* 1 ADS represents 65 ordinary shares

## **OKYO Catalysts and Use of Proceeds**

OKYO Catalysts	
File IND on OK-101 to treat DED patients	Q3/Q4 2022
Initiate Phase 2 trial in DED patients	Q4 2022
Report data on OK-101 results from animal model on uveitis	Q4 2022
Release top-line data from Phase 2 trial	Q3 2023
Results from Phase 2 qualify trial as potential registration trial	Q3 2023
Announce clinical plan for OK-101 post-Phase 2 trial	Q3 2023
Planned use of proceeds	
Advance OK-101 to the filing of an IND to treat DED	~ \$1m
Fund the initial Phase 2 clinical trial of OK-101 in DED patients	~ \$2.5m
Working capital & general corporate purposes	~ \$1.5m
Total	~ \$5m

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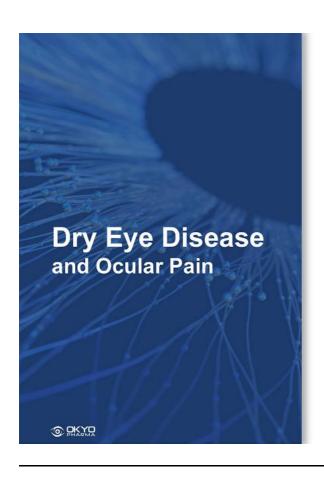
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