
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 6-K

**REPORT OF FOREIGN PRIVATE ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

March 2023

Commission File Number: 001-41386

OKYO Pharma LTD
(Exact Name of Registrant as Specified in Its Charter)

**9th Floor
107 Cheapside
London
EC2V 6DN**
(Address of registrant's principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

INFORMATION CONTAINED IN THIS REPORT ON FORM 6-K

On March 13, 2023, OKYO Pharma LTD (the “Company”) issued this 6K announcing OKYO Pharma Prices \$5.3 Million Offering of ADSs, a copy of which is furnished as Exhibit 99.1

The Announcement is furnished herewith as Exhibit 99.1 to this Report on Form 6-K. The information in the attached Exhibits 99.1 is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing made by the Company under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, except as otherwise set forth herein or as shall be expressly set forth by specific reference in such a filing.

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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, thereunto duly authorized.

OKYO Pharma LTD

Date: March 13, 2023

By: /s/ Keeren Shah

Name: Keeren Shah

Title: Chief Financial Officer

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EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	News Announcement, dated March 13, 2023

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Exhibit 99.1

OKYO Pharma Limited Prices \$5.3 Million Offering of ADSs

London, March 13, 2023 – OKYO Pharma Limited (Nasdaq: OKYO, LSE: OKYO) (“OKYO Pharma” or the “Company”), a biotechnology company focused on the discovery and development of novel molecules to treat inflammatory dry eye diseases (“DED”) and ocular pain, announced the pricing of a reasonable best efforts public offering of 3,503,665 American Depositary Shares (the “ADSs”) at a public offering price of \$1.50 per ADS. The gross proceeds to the Company from this offering are expected to be approximately \$5.3 million before deducting offering expenses. The offering is expected to close on March 15, 2023, subject to customary closing conditions.

OKYO Pharma intends to use the net proceeds of the offering to advance OK-101 to fund the initial Phase 2 clinical trial of OK-101 in DED patients, and the remaining proceeds for working capital and other general corporate purposes.

The Company has also closed on a concurrent offering in the United Kingdom of 13,836,156 ordinary shares to certain members of management and its directors for gross proceeds of \$0.3 million. Both offerings utilized the full amount of the Company's UK ordinary shares available for sale at this time.

The registration statement on Form F-1 (File No. 333-268675) relating to the ADSs being sold in this offering has been filed with the U.S. Securities and Exchange Commission (the "SEC") on December 5, 2022 and became effective on March 8, 2023. A final prospectus related to the proposed offering will be filed and made available on the SEC's website at <https://www.sec.gov/>. The offering is being made only by means of a prospectus.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy 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 OKYO Pharma Limited

OKYO Pharma Limited (LSE: OKYO; NASDAQ: OKYO) is a life sciences company admitted to listing on NASDAQ and on the standard segment of the Official List of the UK Financial Conduct Authority and to trading on the main market for listed securities of London Stock Exchange plc. OKYO is focusing on the discovery and development of novel molecules to treat inflammatory dry eye diseases and chronic pain. For further information, please visit www.okyopharma.com/.

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Forward Looking Statements

Certain statements made in this announcement are forward-looking statements. These forward-looking statements are not historical facts but rather are based on the Company's current expectations, estimates, and projections about its industry; its beliefs; and assumptions. Words such as "anticipates," "expects," "intends," "plans," "believes," "seeks," "estimates" and similar expressions are intended to identify forward-looking statements. These statements are not guarantees of future performance and are subject to known and unknown risks, uncertainties, and other factors, some of which are beyond the Company's control, are difficult to predict, and could cause actual results to differ materially from those expressed or forecasted in the forward-looking statements, including market conditions, whether the proposed Offering is completed and the satisfaction of customary closing conditions related to the proposed Offering. The Company cautions security holders and prospective security holders not to place undue reliance on these forward-looking statements, which reflect the view of the Company only as of the date of this announcement. The forward-looking statements made in this announcement relate only to events as of the date on which the statements are made. The Company will not undertake any obligation to release publicly any revisions or updates to these forward-looking statements to reflect events, circumstances, or unanticipated events occurring after the date of this announcement except as required by law or by any appropriate regulatory authority.

Investor Relations Contact

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