

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): July 25, 2018

CV SCIENCES, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

000-54677

(Commission File Number)

80-0944970

(I.R.S. Employer Identification No.)

**2688 South Rainbow Boulevard, Suite B
Las Vegas, Nevada 89146**

(Address of principal executive offices)

(866) 290-2157

(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))

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 2.02 Results of Operations and Financial Condition

The information provided below in “Item 7.01 – Regulation FD Disclosure” of this Current Report on Form 8-K is incorporated by reference into this Item 2.02.

Item 7.01 Regulation FD Disclosure

On July 25, 2017, CV Sciences, Inc. (the “Company”) announced the release of expected unaudited second quarter 2018 revenue and selected business highlights for the quarter ended June 30, 2018. A copy of the press release issued by the Company announcing the release of expected unaudited second quarter 2018 revenue and selected business highlights is attached hereto as Exhibit 99.1 and incorporated herein by reference.

Exhibit 99.1 contains forward-looking statements. These forward-looking statements are not guarantees of future performance and involve risks, uncertainties and assumptions that are difficult to predict. Forward-looking statements are based upon assumptions as to future events that may not prove to be accurate. Actual outcomes and results may differ materially from what is expressed in these forward-looking statements.

The information set forth under Item 7.01 of this Current Report on Form 8-K (“Current Report”), including Exhibit 99.1 attached hereto, is being furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of such section. The information in Item 7.01 of this Current Report, including Exhibit 99.1, shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, regardless of any incorporation by reference language in any such filing, except as expressly set forth by specific reference in such a filing. This Current Report will not be deemed an admission as to the materiality of any information in this Current Report that is required to be disclosed solely by Regulation FD.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 [Press Release of CV Sciences, Inc., dated July 25, 2018](#)

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: July 30, 2018

CV SCIENCES, INC.

By: /s/ Joseph Dowling
Joseph Dowling
Chief Executive Officer and Chief Financial Officer

CV Sciences, Inc. Pre-Announces Record Second Quarter 2018 Sales

*Company Expects to Report Sales of \$12.3 Million, up 203% from the same quarter in 2017
Will Host Earnings Call on Wednesday, August 1, 2018*

LAS VEGAS, July 25, 2018 (GLOBE NEWSWIRE) -- CV Sciences, Inc. (OTCQB:CVSI), preeminent supplier and manufacturer of hemp-based phytocannabinoids including cannabidiol (CBD) oil and developer of specialty pharmaceutical therapeutics, today announced unaudited second quarter 2018 revenue and selected business highlights for the quarter ended June 30, 2018.

Revenue and Business Highlights for Second Quarter 2018

- Second quarter 2018 revenue is expected to be \$12.3 million, up 203% compared to the second quarter of 2017, and a 53% sequential increase over Q1 2018.
- Company increased retail store count to 1,968 natural and organic health food stores as of June 30, 2018, representing an 11.1% sequential increase over the Company's retail store count for the first quarter of 2018.

"Q2 2018 was a pivotal quarter for the Company, as it validates our continued momentum in driving growth and sales," stated Joseph Dowling, Chief Executive Officer (CEO) of CV Sciences. "In Q1 of 2018, we reported our first quarter of profitability, and with these Q2 results we have demonstrated the strength of our products and the power of our brand recognition within the industry. Our PlusCBD™ product line is now positioned for mainstream acceptance and expanded distribution as the health and wellness markets continue to embrace CBD commercialization and standardization."

As a reminder, CV Sciences will be hosting its Second Quarter 2018 Financial Results Call on Wednesday, August 1, at 1:15pm PT/4:15pm ET. CEO Joseph Dowling will lead the call to provide an operational and financial summary of the quarter ended June 30, 2018.

Event: CV Sciences Second Quarter 2018 Financial Results Call
Date: Wednesday, August 1, 2018
Time: 1:15pm PT/4:15pm ET
Telephone access (U.S. and Canada): 877-407-8293
Telephone access (International): 201-689-8349
Live webcast: www.cvsciences.com under the Investors section

On Saturday, August 4, 2018, the Company will host its Annual General Meeting and Investor Day at its corporate headquarters in San Diego, California. The Investor Day will feature a corporate presentation from the Company's senior management team who will review the Company's business strategy and highlights of its recent earnings quarter, followed by a tour of its new facility. Institutional investors, financial analysts, and media interested in attending may contact Investor Relations at ir@cvsciences.com.

About CV Sciences, Inc.

CV Sciences, Inc. (OTCQB: CVSI) operates two distinct business segments: a drug development division focused on developing and commercializing novel therapeutics utilizing synthetic CBD; and, a consumer product division focused on manufacturing, marketing and selling plant-based CBD products to a range of market sectors. CV Sciences, Inc. has primary offices and facilities in San Diego, California and Las Vegas, Nevada. Additional information is available from OTCMarkets.com or by visiting www.cvsciences.com.

FORWARD-LOOKING DISCLAIMER

This press release may contain certain forward-looking statements and information, as defined within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934, and is subject to the Safe Harbor created by those sections. This material contains statements about expected future events and/or financial results that are forward-looking in nature and subject to risks and uncertainties. Such forward-looking statements by definition involve risks, uncertainties.

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