

(Address of Principal Executive Offices)

(301) 366-4960

(Issuer Telephone number)

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))

Item 5.02. Departure of Director or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Effective March 1, 2015, the compensation committee (“Committee”) of Neuralstem, Inc. (the “Company”) approved to increase the annual base salary of I. Richard Garr, the Company’s Chief Executive Officer from \$407,000 to \$440,000. No other provisions of Mr. Garr’s employment agreement were changed.

Item 9.01 Financial Statement and Exhibits.

Exhibit Number Description

10.01 Form of Employment Agreement Amendment of I. Richard Garr

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this Report on Form 8-K to be signed on its behalf by the undersigned hereunto duly authorized.

NEURALSTEM, INC

By: /s/ I. Richard Garr
I. Richard Garr
Chief Executive Officer

Dated: March 2, 2015

EXHIBITS

Exhibit Number Description

10.01 Form of Employment Agreement Amendment of I. Richard Garr