



**(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