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

Notice of Exempt Offering of Securities

1. Issuer's Identity

CIK (Filer ID Number)  Previous Names  Entity Type
0001638287  None  X Corporation

Name of Issuer  Jurisdiction of Incorporation/Organization
NeuroBo Pharmaceuticals, Inc.  DELAWARE

Year of Incorporation/Organization
X Over Five Years Ago
Within Last Five Years (Specify Year)
Yet to Be Formed

2. Principal Place of Business and Contact Information

Name of Issuer  Street Address 1  Street Address 2
NeuroBo Pharmaceuticals, Inc.  200 BERKELEY STREET, OFFICE 19TH FLOOR

City  State/Province/Country  ZIP/PostalCode  Phone Number of Issuer
BOSTON  MASSACHUSETTS  02116  857-702-9600

3. Related Persons

Last Name  First Name  Middle Name  Relationship
Kang  Richard  J.  X Executive Officer X Director

Street Address 1  Street Address 2
200 Berkeley Street, Office 19th Floor

City  State/Province/Country  ZIP/PostalCode
Boston  MASSACHUSETTS  02116

Relationship: X Executive Officer X Director Promoter

Clarification of Response (if Necessary):

Last Name  First Name  Middle Name
Bakshi  Akash

Street Address 1  Street Address 2
200 Berkeley Street, Office 19th Floor

City  State/Province/Country  ZIP/PostalCode
Boston  MASSACHUSETTS  02116

Relationship: X Executive Officer X Director Promoter
<table>
<thead>
<tr>
<th>Last Name</th>
<th>First Name</th>
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<tbody>
<tr>
<td>Bartynski</td>
<td>Andrew</td>
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<tr>
<td><strong>Street Address 1</strong></td>
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<td>Mannowetz</td>
<td>Nadja</td>
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<td>Shannon</td>
<td>Nicola</td>
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</tr>
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<td>Kim</td>
<td>Na Yeon</td>
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<tr>
<td>Groves</td>
<td>Jason</td>
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<td>Director</td>
</tr>
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</table>
Last Name | First Name | Middle Name |
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Oh | Jeong Gyun | |

Street Address 1 | Street Address 2 |
--- | --- |
200 Berkeley Street, Office 19th Floor | |

City | State/Province/Country | ZIP/PostalCode |
--- | --- | --- |
Boston | MASSACHUSETTS | 02116 |

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

---

Last Name | First Name | Middle Name |
--- | --- | --- |
Salsbury | Michael | |

Street Address 1 | Street Address 2 |
--- | --- |
200 Berkeley Street, Office 19th Floor | |

City | State/Province/Country | ZIP/PostalCode |
--- | --- | --- |
Boston | MASSACHUSETTS | 02116 |

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

---

Last Name | First Name | Middle Name |
--- | --- | --- |
Swirsky | Douglas | J. |

Street Address 1 | Street Address 2 |
--- | --- |
200 Berkeley Street, Office 19th Floor | |

City | State/Province/Country | ZIP/PostalCode |
--- | --- | --- |
Boston | MASSACHUSETTS | 02116 |

Relationship: Executive Officer X Director Promoter

Clarification of Response (if Necessary):

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4. Industry Group

- Agriculture
- Banking & Financial Services
  - Commercial Banking
  - Insurance
  - Investing
  - Investment Banking
  - Pooled Investment Fund
- Is the issuer registered as an investment company under the Investment Company Act of 1940?
  - Yes
  - No
- Other Banking & Financial Services
- Business Services
- Energy
  - Coal Mining
  - Electric Utilities
  - Energy Conservation
  - Environmental Services
  - Oil & Gas
- Health Care
  - X Biotechnology
  - Health Insurance
  - Hospitals & Physicians
  - Pharmaceuticals
  - Other Health Care
- Manufacturing
- Real Estate
  - Commercial
  - Construction
  - REITS & Finance
  - Residential
  - Other Real Estate
- Retailing
- Restaurants
- Technology
  - Computers
  - Telecommunications
  - Other Technology
- Travel
  - Airlines & Airports
  - Lodging & Conventions
  - Tourism & Travel Services
  - Other Travel
  - Other
5. Issuer Size

<table>
<thead>
<tr>
<th>Revenue Range</th>
<th>OR</th>
<th>Aggregate Net Asset Value Range</th>
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</thead>
<tbody>
<tr>
<td>No Revenues</td>
<td></td>
<td>No Aggregate Net Asset Value</td>
</tr>
<tr>
<td>$1 - $1,000,000</td>
<td></td>
<td>$1 - $5,000,000</td>
</tr>
<tr>
<td>$1,000,001 - $5,000,000</td>
<td></td>
<td>$5,000,001 - $25,000,000</td>
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<tr>
<td>$5,000,001 - $25,000,000</td>
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<td>$25,000,001 - $50,000,000</td>
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<td>$25,000,001 - $100,000,000</td>
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<td>Over $100,000,000</td>
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<td>Over $100,000,000</td>
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<tr>
<td>X Decline to Disclose</td>
<td></td>
<td>Decline to Disclose</td>
</tr>
<tr>
<td>Not Applicable</td>
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6. Federal Exemption(s) and Exclusion(s) Claimed (select all that apply)

- Rule 504(b)(1) (not (i), (ii) or (iii))
- Rule 504 (b)(1)(i)
- Rule 504 (b)(1)(ii)
- Rule 504 (b)(1)(iii)
- X Rule 506(b)
- Rule 506(c)
- Securities Act Section 4(a)(5)

- Investment Company Act Section 3(c)
  - Section 3(c)(1)
  - Section 3(c)(2)
  - Section 3(c)(3)
  - Section 3(c)(4)
  - Section 3(c)(5)
  - Section 3(c)(6)
- Section 3(c)(7)
- Section 3(c)(8)
- Section 3(c)(9)
- Section 3(c)(10)
- Section 3(c)(11)
- Section 3(c)(12)
- Section 3(c)(13)
- Section 3(c)(14)

7. Type of Filing

- X New Notice
  - Date of First Sale: 2020-12-31
  - First Sale Yet to Occur
  - Amendment

8. Duration of Offering

- Does the Issuer intend this offering to last more than one year? Yes X No

9. Type(s) of Securities Offered (select all that apply)

- X Equity
- Debt
- Option, Warrant or Other Right to Acquire Another Security
- Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security
- Pooled Investment Fund Interests
- Tenant-in-Common Securities
- Mineral Property Securities
- Other (describe)

10. Business Combination Transaction

- Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer? X Yes No

Clariﬁcation of Response (if Necessary):

The shares of common stock reported in this Form D were issued as consideration in connection with a merger.

11. Minimum Investment

- Minimum investment accepted from any outside investor: $0 USD

12. Sales Compensation
Recipient

(Associated) Broker or Dealer CRD Number X None

Street Address 1

City

State(s) of Solicitation (select all that apply) Check “All States” or check individual States

All States Foreign/non-US

Street Address 2

State/Province/Country

ZIP/Postal Code

13. Offering and Sales Amounts

Total Offering Amount $17,030,344 USD or Indefinite

Total Amount Sold $17,030,344 USD

Total Remaining to be Sold $0 USD or Indefinite

Clarification of Response (if Necessary):

3,243,875 shares of common stock were issued on 12/31/2020.

14. Investors

Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering:

Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:

34

15. Sales Commissions & Finder's Fees Expenses

Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expenditure is not known, provide an estimate and check the box next to the amount.

Sales Commissions $0 USD Estimate

Finders' Fees $63,987 USD Estimate

Clarification of Response (if Necessary):

16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

$0 USD Estimate

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.*

- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of
Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

<table>
<thead>
<tr>
<th>Issuer</th>
<th>Signature</th>
<th>Name of Signer</th>
<th>Title</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>NeuroBo Pharmaceuticals, Inc.</td>
<td>/s/ Richard J. Kang</td>
<td>Richard J. Kang</td>
<td>President and Chief Executive Officer</td>
<td>2021-01-12</td>
</tr>
</tbody>
</table>

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

* This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.