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): November 20, 2023

MATINAS BIOPHARMA HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation) 001-38022 (Commission File Number) 46-3011414 (IRS Employer ID Number)

1545 Route 206 South, Suite 302 Bedminster, New Jersey (Address of principal executive offices)

07921 (Zip Code)

Registrant's telephone number, including area code: (908) 484-8805

Not Applicable (Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing General Instruction A.2. below):	is intended to simultaneously satisfy the filing	ng obligation of the registrant under any of the following provisions (see		
$\hfill \square$ 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 Rul	e 13e-4(c) under the Exchange Act (17 CFR	240.13e-4(c))		
Securities registered pursuant to Section 12(b) of the Act:				
Title of Each Class	Trading Symbol	Name of Each Exchange on Which Registered		
Common Stock	MTNB	NYSE American		
Indicate by check mark whether the registrant is an emer Securities Exchange Act of 1934 (17 CFR §240.12b-2).	rging growth company as defined in Rule 40	05 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the		
Emerging growth company \square				
If an emerging growth company, indicate by check mark accounting standards provided pursuant to Section 13(a) of		ctended transition period for complying with any new or revised financial		

Item 7.01 Regulation FD Disclosure.

Matinas BioPharma Holdings, Inc. (the "Company") updated its corporate presentation (the "Corporate Presentation") which it intends to use at various conferences and investor meetings. The Corporate Presentation is attached hereto as Exhibit 99 and incorporated herein by reference.

The information in this Item 7.01 and Exhibit 99.1 attached hereto 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 that Section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

Exhibit No.	Description

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.

MATINAS BIOPHARMA HOLDINGS, INC.

Dated: November 20, 2023

By: /s/ Jerome D. Jabbour

Name: Jerome D. Jabbour Title: Chief Executive Officer

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Corporate Presentation

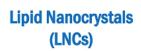
November 2023

www.matinasbiopharma.com NYSE American: MTNB

Forward Looking Statements

This presentation contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including those relating to the Company's product development, clinical and regulatory timelines, market opportunity, cash flow and other statements that are predictive in nature, that depend upon or refer to future events or conditions. All statements other than statements of historical fact are statements that could be forward-looking statements. Forward-looking statements include words such as "expects," "anticipates," "intends," "plans," "could," "believes," "estimates" and similar expressions. These statements involve known and unknown risks, uncertainties and other factors which may cause actual results to be materially different from any future results expressed or implied by the forward-looking statements. Forward-looking statements are subject to a number of risks and uncertainties, including, but not limited to, our ability to obtain additional capital to meet our liquidity needs on acceptable terms, or at all, including the additional capital which will be necessary to complete the clinical trials of our product candidates; our ability to successfully complete research and further development and commercialization of our product candidates; the uncertainties inherent in clinical testing; the timing, cost and uncertainty of obtaining regulatory approvals; our ability to protect the Company's intellectual property; the loss of any executive officers or key personnel or consultants; competition; changes in the regulatory landscape or the imposition of regulations that affect the Company's products; and the other factors listed under "Risk Factors" in our filings with the SEC, including Forms 10-K, 10-Q and 8-K. Investors are cautioned not to place undue reliance on such forward-looking statements. Except as may be required by law, the Company does not undertake any obligation to release publicly any revisions to such forward-looking statements to reflect events or circumstances after the date hereof or to reflect the occurrence of unanticipated events. Matinas BioPharma's product candidates are all in a development stage and are not available for sale or use.

Matinas Investment Thesis: LNC Delivery Unlocks Therapeutic Value





- Intracellular delivery
- Oral administration
- Less toxicity
- Targeting <u>beyond</u> the liver

MAT2203 ———

Clinical Validation of LNC Capabilities

Pipeline Products and Opportunities

- . Oral Amphotericin B without nephrotoxicity
- Phase 3-ready (Invasive Aspergillosis in ~198 patients with limited or no treatment options)
- Provides effective longer-term fungicidal stepdown therapy for Invasive Fungal Infections
- 12 years of exclusivity* "QIDP and Orphan designations

- Current efforts expanding LNC application beyond small molecules to include delivery of smaller oligonucleotides (ASOs, siRNA, RNAi)
- Expanding primary therapeutic applications from infectious disease (antifungal, antibiotic, antiviral) to <u>inflammation</u> and <u>cancer</u>

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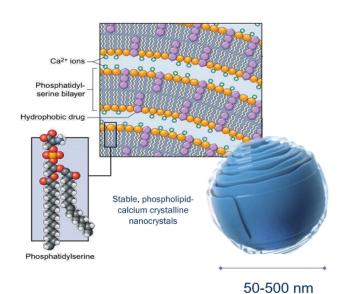
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Internal and External Pipeline



Lipid Nanocrystals (LNCs): A Clinically Validated Intracellular Delivery Platform



Delivery of small molecules and small oligonucleotides

Successful delivery of small molecules, proteins, small oligos (siRNA, ASOs), and vaccines

Extra-hepatic targeting

- Selective uptake driven by phosphatidylserine enables delivery in infection, inflammation, oncology
- Validated Blood-Brain-Barrier penetration (MAT2203)

Oral delivery

Unique structure protects cargo in GI tract, avoids first-pass hepatic metabolism

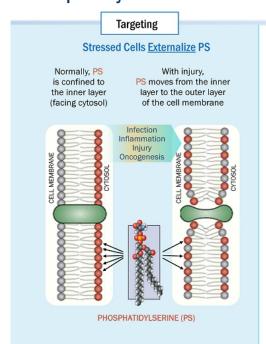
Safe & stable

- Deliver high-target tissue concentrations of drug with low plasma levels and no absorption by non-target tissues
- No evidence of immunogenicity or cytotoxicity

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Phosphatidylserine Enables Cellular Targeting and Intracellular Delivery



With a wide variety of potential target cells

- PROFESSIONAL PHAGOCYTES · Macrophages/monocytes
- Neutrophils
- Dendritic cells

NON-PROFESSIONAL PHAGOCYTES

Fibroblasts, epithelial cells, endothelial cells

INJURED/STRESSED CELLS

- Infection
- Inflammation
- Other physiologic stressors

TUMOR CELLS

IMMUNE CELLS

T-cells

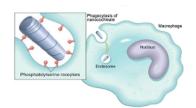
OTHER ACTIVELY DIVIDING CELLS (including extracellular pathogens)

PS-containing LNCs deliver their cargo to the interior of cells by both phagocytosis and fusion

Delivery

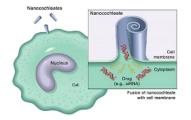
PHAGOCYTOSIS

PS on the outer layer of injured cells is an "eat-me" signal enabling recognition and uptake by professional phagocytes. Cargo-carrying LNCs can be taken up in a similar fashion, with subsequent endosomal escape of cargo.



FUSION

PS on the outer cell membrane is also a precursor for direct membrane-to-membrane fusion and more rapid direct cytosolic delivery by cargo carrying LNCs to cells expressing PS on their outer membranes.



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LNCs - Differentiated from Liposomes and LNPs







Liposome

 Aqueous interior surrounded by bilayer
 Drug can be encapsulated in

- Drug can be encapsulated in aqueous core or bilayer
- Ionizable lipid complexing with mRNA

· Non-aqueous interior

- , IV
- Non-aqueous bilayer
 - Highly stable



Formulation Strengths

Structure

- Enable IV administration of insoluble products
- Intracellular delivery (ASOs, siRNAs, mRNA)
- Improve stability, half-life
- Efficient intracellular delivery
 - Small molecules
 - ASOs, miRNAs, siRNAs
- · Reduced toxicity
- Oral delivery



Formulation Limitations

- Liposomes often "leak" causing side effects
- IV Administration
- Cationic lipid toxicity not suitable for chronic use
- Anti-PEG allergic response
 Very limited shelf stability
- Cold-chain requirements
- Targeted, extra-hepatic delivery to desired cells and tissues

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MAT2203 Oral Amphotericin B

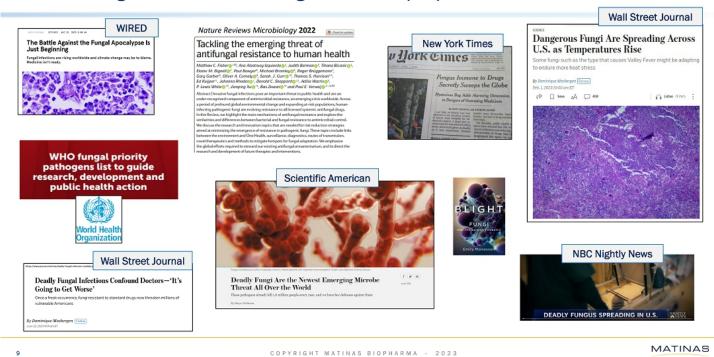
Clinical Validation of LNC Delivery



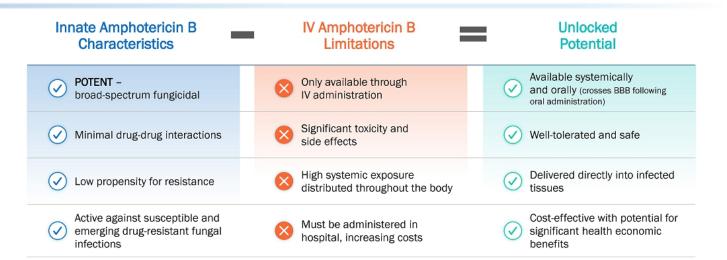
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The Growing Threat of Invasive Fungal Infections (IFIs)



MAT2203: Unlocking the Full Potential of Amphotericin B



MAT2203 is a promising potential therapeutic option for the treatment of MULTIPLE serious and life-threatening fungal infections

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EnACT: Phase 2 Clinical Validation of Safety and Efficacy

EnACT Clinical Data in Cryptococcal Meningitis Validates the Use of the LNC Platform to Enable Oral Administration and Overcome Toxicity



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Results of EnACT Published in Highly-Regarded Peer-Reviewed Journal

Clinical Infectious Diseases







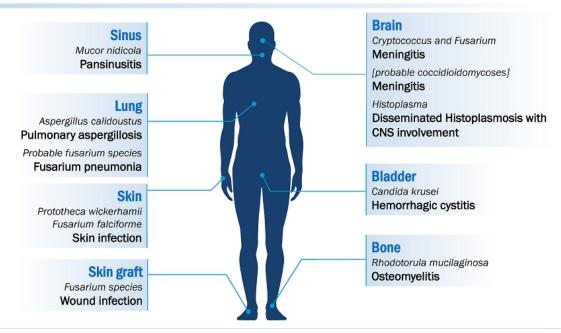


Oral Lipid Nanocrystal Amphotericin B for Cryptococcal Meningitis: A Randomized Clinical Trial

David R. Boulware, 1.a. Mucunguzi Atukunda, 2.a Enock Kagimu, 2 Abdu K. Musubire, 2 Andrew Akampurira, 2 Lillian Tugume, 2 Kenneth Ssebambulidde, 2.3 John Kasibante, 2 Laura Nsangi, 2 Timothy Mugabi, 2 Jane Gakuru, 2 Sarah Kimuda, 2 Derrick Kasozi, 2 Suzan Namombwe, 2 Isaac Turyasingura, 2 Morris K. Rutakingirwa, 2 Edward Mpoza, 2 Enos Kigozi, 4 Conrad Muzoora, 4 Jayne Ellis, 2 Caleb P. Skipper, 1 Theresa Matkovits, 5 Peter R. Williamson, 3 Darlisha A. Williams, 1 Ann Fieberg, 6 Kathy H. Hullsiek, 6 Mahsa Abassi, 1 Biyue Dai, 6 and David B. Meya 1.2

¹Department of Medicine, University of Minnesota, Minneapolis, Minnesota, USA; ²Infectious Diseases Institute, Makerere University, Kampala, Uganda; ³Laboratory of Clinical Immunology and Microbiology, National Institute of Allergy and Infectious Diseases, National Institutes of Health, Bethesda, Maryland, USA; ⁴Department of Medicine, Mbarara University of Science and Technology, Mbarara, Uganda; ⁵Matinas Biopharma Nanotechnologies, Bedminster, New Jersey, USA; and ⁸Division of Biostatistics, School of Public Health, University of Minnesota, Minneapolis, Minnesota, USA

MAT2203 Expanded Access Program – Targeted Treatment of IFIs Throughout the Body



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SIGNARIMA

MAT2203 Expanded Access/Compassionate Use Program

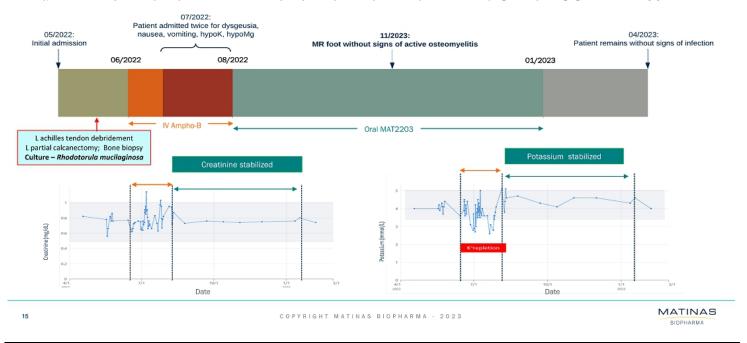
Demonstrated Efficacy in Treatment of Patients with Limited Treatment Options

- 13 patients with no other treatment options are currently receiving or have completed treatment with MAT2203
 - Notable Healthcare Institutions: NIH, University of Michigan, Johns Hopkins, City of Hope, Nationwide Children's Hospital, Vanderbilt University Medical Center
- Patients were not responding/resistant to, or unable to receive, azole therapy
- Patients were switched to treatment with IV AMB with clinical response but unable to tolerate treatment due renal toxicity
 - All patients hospitalized to monitor/manage renal safety and most received IV electrolyte supplementation
- Following oral MAT2203 initiation, patients were discharged to continue treatment at home
- Renal toxicity reversed and renal function returned to baseline
- All patients who received at least two weeks or more of treatment had positive clinical outcomes with significant success stories of full recovery in majority of patients

Compassionate Use - Recovery from IV Ampho-B Kidney Toxicity with MAT2203



A 38 y/o female with systemic lupus erythematosus on chronic hydroxychloroquine and prednisone presented with a progressively enlarging wound on her left foot.



High Unmet Medical Need in Treatment of Invasive Aspergillosis (IA)

- Invasive aspergillosis (IA) is a serious and life-threatening invasive fungal infection that occurs primarily in severely immunocompromised patients with hematological malignancies and transplant recipients
 - ~15,000 new cases per year in the U.S. alone
 - WHO, CDC, and FDA consider IA a critical priority and a global public health concern
- · IDSA Guidelines recommend treatment with mold-active azoles as first-line treatment for 6-12 weeks
 - Azole use requires significant expertise to manage toxicities and significant drug-drug interactions that often limits duration of use
 - Resistance to azoles has been increasing globally
 - Recently, cases of breakthrough IA have been reported in patients receiving antifungal prophylaxis
 - Failures attributed to non-compliance, poor absorption, DDIs, or infection with a drug-resistant Aspergillus species
- Patients suffering from IA with little or no treatment options among the highest unmet medical need with approximately 3,000-5,000 cases per year (U.S. only)
 - Rare disease/orphan commercial opportunity

* Phase 3 trial dependent on securing partnership(s) or non-dilutive government funds



MAT2203 Regulatory Strategy

- Near-term development strategy refined to narrow initial target indication: treatment of invasive aspergillosis in patients with limited treatment options (azole-intolerant, azole-resistant, or not effectively managed with an azole)
 - Register leveraging LPAD pathway
 - Other regulatory designations protected and maintained (QIDP, ODD, Fast-Track, potential for Breakthrough Therapy)
- · Meeting held with FDA mid October to discuss revised registration strategy
 - FDA raised potential for superiority trial based upon new composite endpoint
 - Current proposed composite endpoint: "Therapeutic Success": Mortality/ partial or complete global response/completed study treatment without any treatment discontinuation or dose adjustment based on treatment-related adverse events or lack of efficacy
 - · Endpoint supported by favorable safety profile for MAT2203 seen clinically compared with IV AMB
 - A superiority endpoint would optimally position MAT2203 for favorable regulatory and commercial outcome

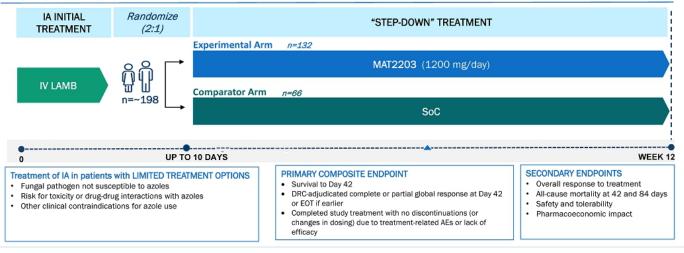
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Proposed Phase 3 Study Design in Invasive Aspergillosis (IA)

- > To demonstrate that initial treatment with IV LAMB followed by step-down to oral MAT2203 is <u>superior</u> to IV LAMB followed by SoC treatment in adult patients with Invasive Aspergillosis (IA) who are unable to receive treatment with a mold-active azole and have limited alternative treatment options
- Patients will be randomized 2:1 to receive either oral MAT2203 (Experimental Arm) or continued IV LAMB followed by Standard of Care (Comparator Arm)



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Phase 2
Cryptococcal Meningitis
(Proof of Concept)

Phase 3
Invasive Aspergillosis
Oral step-down therapy
(Limited- or no-treatment Option Patients)

LCMTreatment of Other IFIsProphylaxis

VALUE

Near-Term Development Strategy:

Focused strategy on Phase 3 registration trial in Invasive Aspergillosis in patients with limited or no treatment options under the Limited Population Pathway for Antifungal Drugs (LPAD)*

* NDA review issue

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LNC Experience to Date

Infection Inflammation Oncology * new

Animal model	Molecule Cargo
Cystic fibrosis mouse model	Amikacin
BALB/c mouse flu model	ASO
	Flu protein
	siRNA
Mouse SARS-CoV-2 model	Remdesivir
CM mouse model	Amphotericin- B
Pneumocystis mouse model	Atovaquone
Rat footpad inflammation model	NSAID
GvHD Mouse model	ST1959
Psoriasis (IMQ) model*	ASO
Lymphocytic leukemia mouse model	ASO
Melanoma tumor model*	Docetaxel

In Vivo Animal Studies

Indication	Molecule Cargo
Mucocutaneous candidiasis Job's syndrome, NIH	Amphotericin - B
Vulvovaginal Candidiasis (VVC) Phase 2	Amphotericin - B
HIV / cryptococcal meningitis, Phase 2	Amphotericin - B

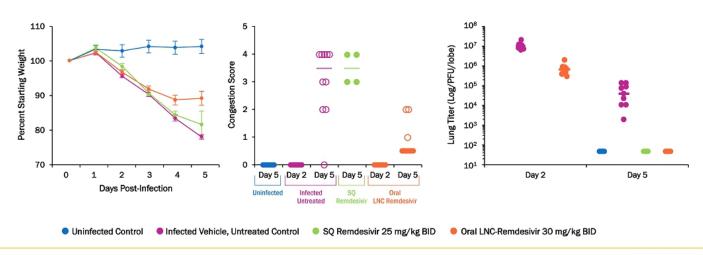
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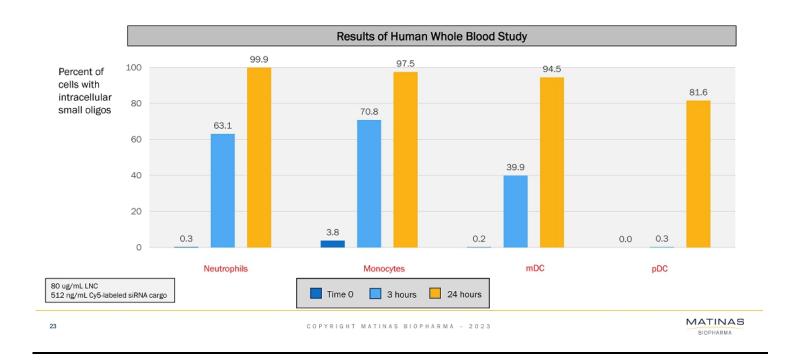
LNC-Remdesivir: In vivo Efficacy Against SARS-CoV-2



In Mice Infected With Sars-COV-2, Oral LNC-Remdesivir Mitigated Weight Loss, Improved Congestion Scores, and Reduced Viral Lung Titers (Beginning On Day 2)



LNC-formulated Small Oligos Show Strong Uptake in Phagocytes Support Role in Impacting Inflammation

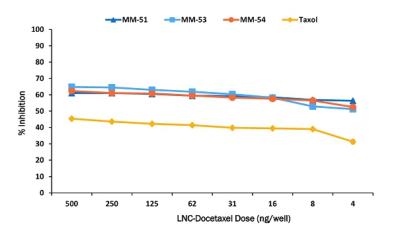


In vitro Tumor Cell Inhibition with LNC Docetaxel Formulations

RATIONALE AND NEXT STEPS

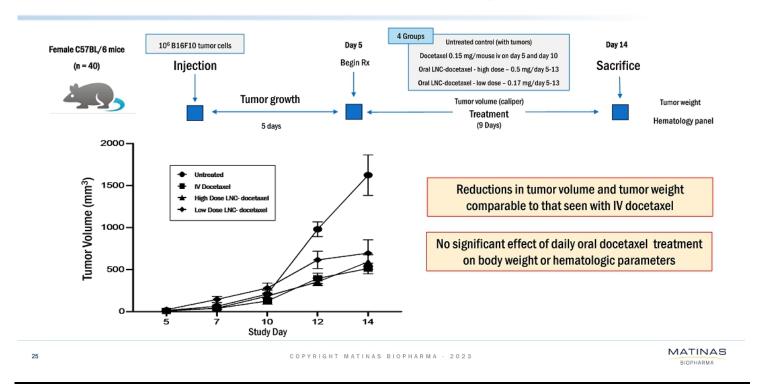
- LNC-Docetaxel program also provides insight into tumor uptake of LNCs
 - Foundation for subsequent small oligo work
- In vitro results demonstrate strong LNC efficacy in inhibiting tumor cell growth
- In vivo studies planned in multiple tumor models

3 LNC Formulations Demonstrated Significantly Better Tumor Cell Inhibition Than Unformulated Drug



MCF7 breast cancer cells

In-vivo Therapeutic Efficacy of Oral Docetaxel LNCs in a Murine Syngeneic Melanoma Model



In vitro Dose-Dependent Knockdown of IL-17A in Murine T Cells

STUDY DESIGN LNC Formulation of an RNAi Small oligo: 18-25 nucleotides EL4 cells: 200k/well IL-6 (0.3 ug/ml) stimulation

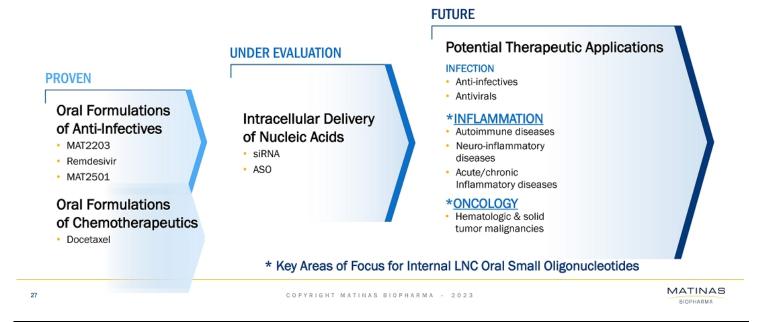
Treat and evaluate @ 24 hrs looking at IL-17 protein production

IL-17 Knockdown LNC Formulation Control (naked oligo) 450 400 350 250 200 150 100 50 0 2.5 5 Dose (nM)

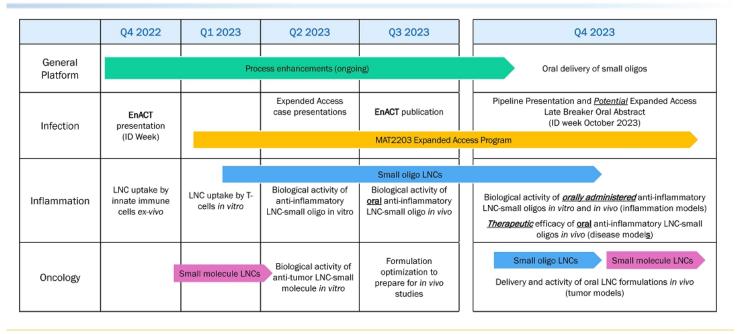
KEY RESULTS

Unlocking the Full Potential of the LNC Platform

Matinas is working internally and with third parties to broaden its pipeline of LNC-based therapeutics



Rapid Evolution of Platform Sets Stage for Active Q4



Expanding LNC Intellectual Property Portfolio

Continuingly increasing our patent suite to increase protection and exclusivity



MAT2203 potentially entitled to 12+ years of exclusivity (QIDP & Orphan status)



Global Platform IP base protection out to 2037 with 20 patents issued in last 5 years



Recent patent applications based on formulation work with small oligonucleotides

Strong IP & Regulatory Designations

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MATINAS

Experienced Leadership Team

EXECUTIVE TEAM



Jerome D. Jabbour, J.D. Chief Executive Officer





Thomas Hoover, MBA Chief Business Officer





Theresa Matkovits, Ph.D. Chief Development Officer





James Ferguson, M.D. Chief Medical Officer





Keith Kucinski, CPA, MBA Chief Financial Officer





Hui Liu, Ph.D., MBA Chief Technology Officer

Allergan Alcon Segirus

BOARD OF DIRECTORS

Eric Ende, M.D., MBA Chairman of the Board

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Herbert Conrad

Director







Kathryn Corzo Director







Natasha Giordano Director



Matthew Wikler, M.D., MBA Director





Jerome D. Jabbour, J.D. CEO



Matinas Investment Thesis

Financial Summary



Runway into Q3 2024



\$18.2M¹ in Cash, Cash Equivalents and Marketable Securities

1 as of 09/30/23



Non-Dilutive Financing Options

Near-Term Milestones - Setup for Strong Close to 2023



Q4 - FDA Meeting and Feedback on MAT2203 Phase 3 Invasive Aspergillosis LPAD Study

Q4 - ID Week MAT2203 Pipeline Presentation and Potential Compassionate Use Late Breaker Oral Abstract

Q4 - In vivo Oral Delivery of a Functional Small Oligonucleotide (cytokine knockdown)

 ${\bf Q4}~-~{\it In\,vivo}~{\bf Oral\,\, Delivery\,\, with\,\, The rapeutic\,\, Impact\, from\,\, Internal\,\, ASO/siRNA\, Program$

 ${\bf Q4}\;$ - $\;$ Oral Delivery of an Anti-Tumor LNC Small Molecule and Small Oligonucleotide

Q4 - Potential MAT2203 Domestic/Regional/Global Partnership

Q4 - Potential New Platform Collaboration

2024 - Potential BARDA/ARPA-H Funding for MAT2203 and LNC Platform

Solid Value "Foundation"

MAT2203

- Clinically Validated
- · Phase 3-ready asset
- · Highest unmet need



Substantial UPSIDE

LNCs Facilitating ORAL Delivery of Small Oligonucleotides

<u>And</u>

Establishing Internal and External Pipelines

MATINAS