

**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) June 6, 2024

NEURONETICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38546
(Commission
File Number)

33-1051425
(I.R.S. Employer
Identification No.)

3222 Phoenixville Pike, Malvern, PA
(Address of principal executive offices)

19355
(Zip Code)

Registrant's telephone number, including area code (610) 640-4202

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

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol (s)	Name on each exchange on which registered
Common Stock (\$0.01 par value)	STIM	The Nasdaq Global Market

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 or Rule 12b-2 of the Securities Exchange Act of 1934.

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 7.01 Regulation FD Disclosure.

On June 6, 2024, Neuronetics, Inc. (the “Company”) is presenting information relating to its financial and operational outlook at the William Blair 44th Annual Growth Stock Conference. A live audio webcast of the presentation will be available online at the investor relations page of the Company’s website at ir.neuronetics.com. A copy of the presentation prepared by the Company (the “Presentation”) in connection therewith is attached hereto as Exhibit 99.1 and the information contained therein is incorporated herein by reference. The outlook provided in the Presentation is only an estimate of what the Company believes is realizable as of the date of this Current Report on Form 8-K (this “Form 8-K”). Actual results may vary from the outlook and the variations may be material. The Company undertakes no intent or obligation to publicly update or revise any of these projections, whether as a result of new information, future events or otherwise, except as required by law.

The information in this report furnished pursuant to Item 7.01, including exhibit 99.1, shall not be deemed “filed” for the 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, or incorporated by reference in any filing of the Company under the Securities Act of 1933, as amended, or the Exchange Act, whether made before or after the date of this report, except as shall be expressly set forth by specific reference in such a filing.

Forward-Looking Statements

This Form 8-K contains forward-looking statements within the federal securities laws. These forward-looking statements may be identified by terms such as “outlook,” “potential,” “believe,” “expect,” “plan,” “anticipate,” “predict,” “may,” “will,” “could,” “would” and “should” as well as the negative of these terms and similar expressions. These statements include those relating to the Company’s business outlook and current expectations for upcoming quarters and fiscal year 2024, including with respect to revenue, expenses, growth, and any statements of assumptions underlying any of the foregoing items. These statements are subject to significant risks and uncertainties and actual results could differ materially from those projected. The Company cautions investors not to place undue reliance on the forward-looking statements contained in this release. These risks and uncertainties include, without limitation, risks and uncertainties related to: the Company’s ability to execute its business strategy; the Company’s ability to achieve or sustain profitable operations due to its history of losses; the Company’s reliance on the sale and use of its NeuroStar Advanced Therapy system to generate revenues; the scale and efficacy of the Company’s salesforce; the Company’s ability to retain talent; availability of coverage and reimbursement from third-party payors for treatments using the Company’s products; physician and patient demand for treatments using the Company’s products; developments in competing technologies and therapies for the indications that the Company’s products treat; product defects; revenue concentration among a small number of customers; the Company’s ability to obtain and maintain intellectual property protection for its technology; developments in clinical trials or regulatory review of NeuroStar Advanced Therapy system for additional indications; developments in regulation in the U.S. and other applicable jurisdictions; the terms of the Company’s credit facility; the Company’s ability to successfully roll-out its Better Me Provider program on the planned timeline; the Company’s self-sustainability and existing cash balances; and the Company’s ability to achieve cash flow breakeven for the fourth quarter 2024 and on a full-year basis in 2025. For a discussion of these and other related risks, please refer to the Company’s recent filings with the Securities and Exchange Commission (the “SEC”), which are available on the SEC’s website at www.sec.gov. These forward-looking statements are based on the Company’s expectations and assumptions as of the date of this Form 8-K. Except as required by law, the Company undertakes no duty or obligation to update any forward-looking statements contained in the Presentation or this Form 8-K as a result of new information, future events, or changes in the Company’s expectations.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Neuronetics, Inc. William Blair 44th Annual Growth Stock Conference Presentation dated June 6, 2024.
104	Cover Page Interactive Data File - the cover page XBRL tags are embedded within the Inline XBRL document.

SIGNATURE

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.

NEURONETICS, INC.
(Registrant)

Date: June 6, 2024

By: /s/ W. Andrew Macan
Name: W. Andrew Macan
Title: Executive Vice President, General Counsel,
Chief Compliance Officer and Corporate Secretary



William Blair
44th Annual Growth
Stock Conference

June 6, 2024

TAP
HERE

“Safe harbor” statement under the Private Securities Litigation Reform Act of 1995:

Statements in this presentation regarding Neuronetics, Inc. (the “Company”) that are not historical facts constitute “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements may be identified by terms such as “outlook,” “potential,” “believe,” “expect,” “plan,” “anticipate,” “predict,” “may,” “will,” “could,” “would” and “should” as well as the negative of these terms and similar expressions. These statements include those relating to the Company’s business outlook and current expectations for upcoming quarters and fiscal year 2024, including with respect to revenue, expenses, growth, and any statements of assumptions underlying any of the foregoing items. These statements are subject to significant risks and uncertainties and actual results could differ materially from those projected. The Company cautions investors not to place undue reliance on the forward-looking statements contained in this release. These risks and uncertainties include, without limitation, risks and uncertainties related to: the Company’s ability to execute its business strategy; the Company’s ability to achieve or sustain profitable operations due to its history of losses; the Company’s reliance on the sale and use of its NeuroStar Advanced Therapy system to generate revenues; the scale and efficacy of the Company’s salesforce; the Company’s ability to retain talent; availability of coverage and reimbursement from third-party payors for treatments using the Company’s products; physician and patient demand for treatments using the Company’s products; developments in competing technologies and therapies for the indications that the Company’s products treat; product defects; our revenue has been concentrated among a small number of customers; the Company’s ability to obtain and maintain intellectual property protection for its technology; developments in clinical trials or regulatory review of NeuroStar Advanced Therapy system for additional indications; developments in regulation in the U.S. and other applicable jurisdictions; the terms of our credit facility; our ability to successfully roll-out our Better Me Provider program on the planned timeline; our self-sustainability and existing cash balances; and our ability to achieve cash flow break-even for the fourth quarter 2024 and on a full-year basis in 2025. For a discussion of these and other related risks, please refer to the Company’s recent filings with the U.S. Securities and Exchange Commission (the “SEC”), which are available on the SEC’s website at www.sec.gov. These forward-looking statements are based on the Company’s expectations and assumptions as of the date of this presentation. Except as required by law, the Company undertakes no duty or obligation to update any forward-looking statements contained in this presentation as a result of new information, future events, or changes in the Company’s expectations.

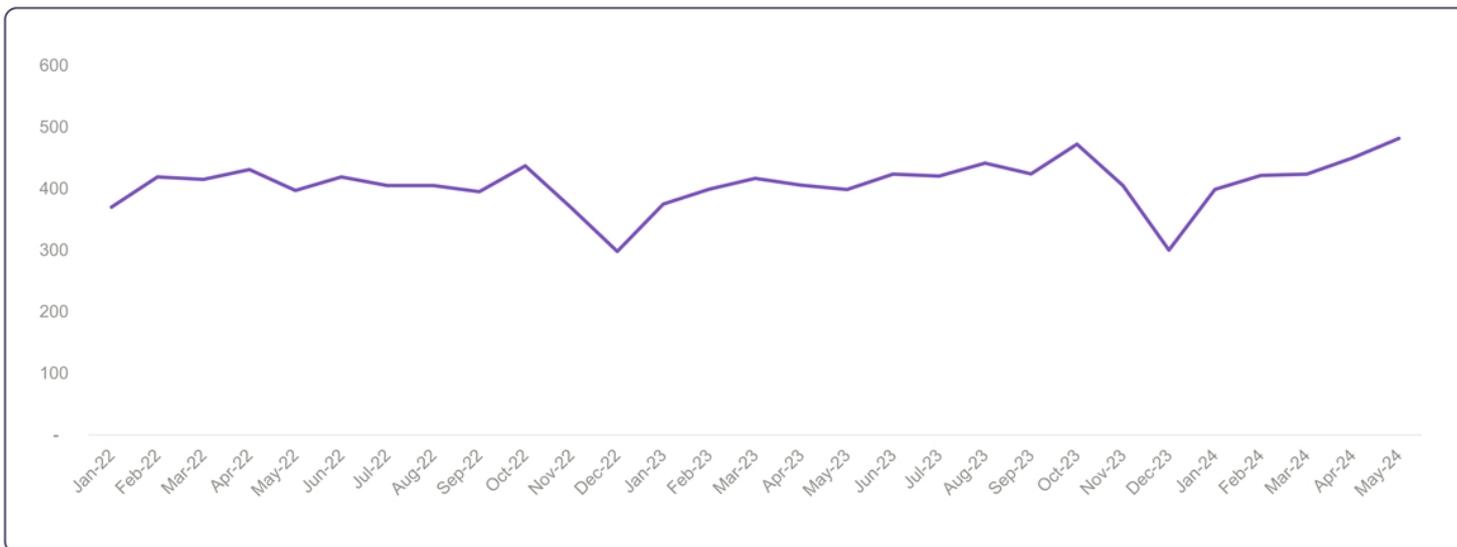


Agenda

- NeuroStar Patient Trends
- Better Me Provider Program
- Adolescent Indication Launch
- Road to Profitability

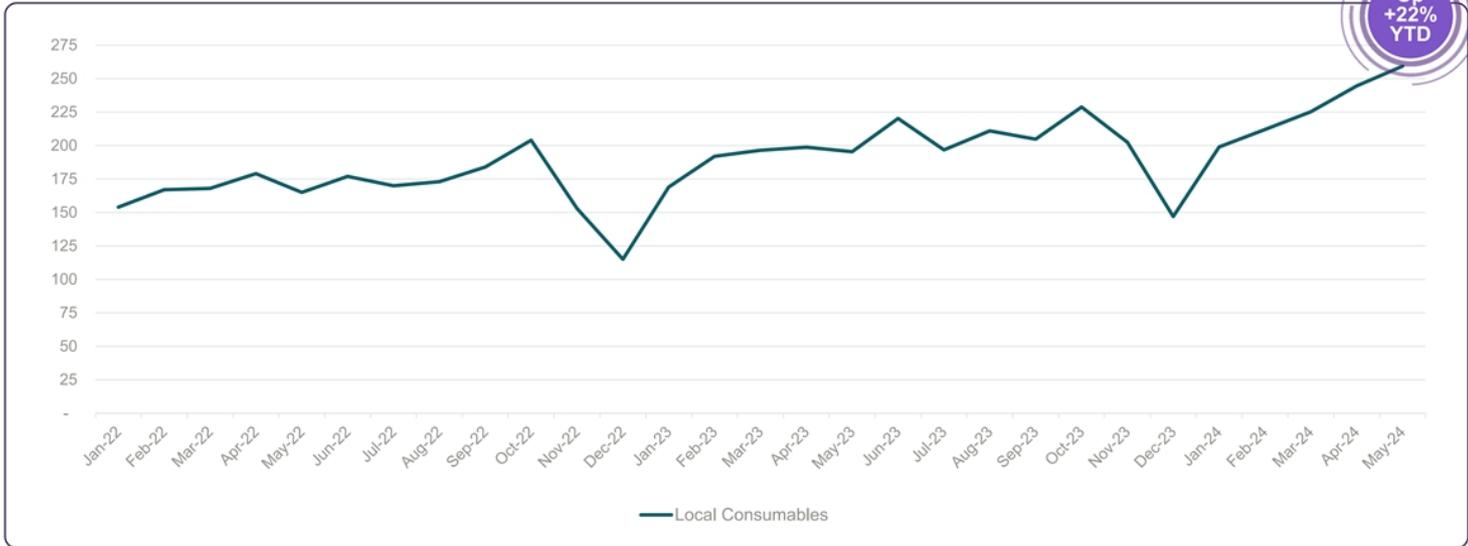


Weekly New Patient Starts by Month

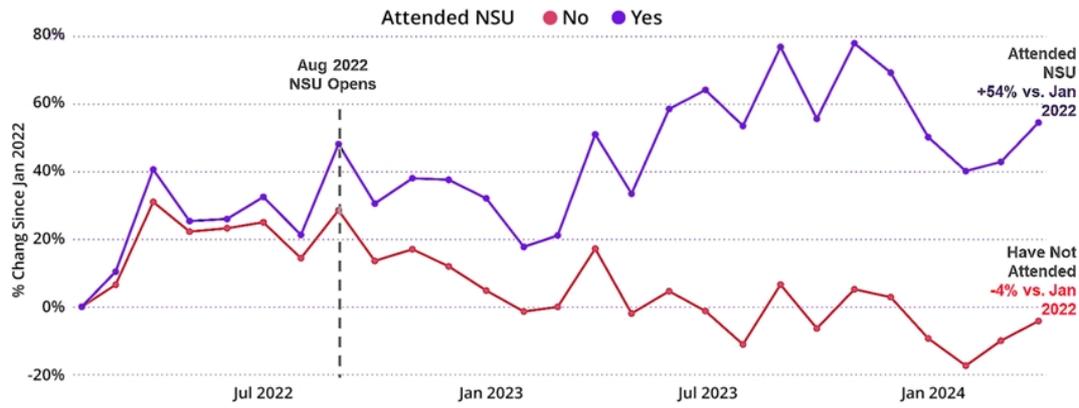


Weekly New Patient Starts by Customer Type

Up
+22%
YTD



NSU Attendees Help More Patients Receive Treatment



58% Greater Utilization for NSU Attendees

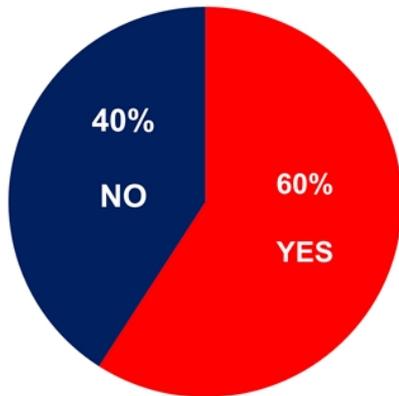
Practices that attend NSU *consistently outperform* practices that do not on a month-to-month basis. In March 2024, NSU practices performed 58% better over baseline Jan 2022 data, than sites that have not attended.



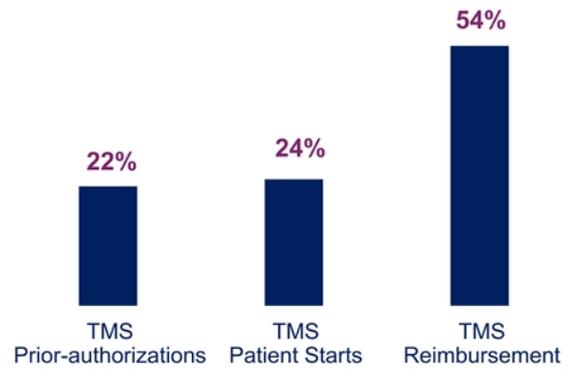
Change Healthcare Cyber Attack

More than Half of our Customers were Impacted

Has your practice been impacted by the Change Healthcare cyber attack?



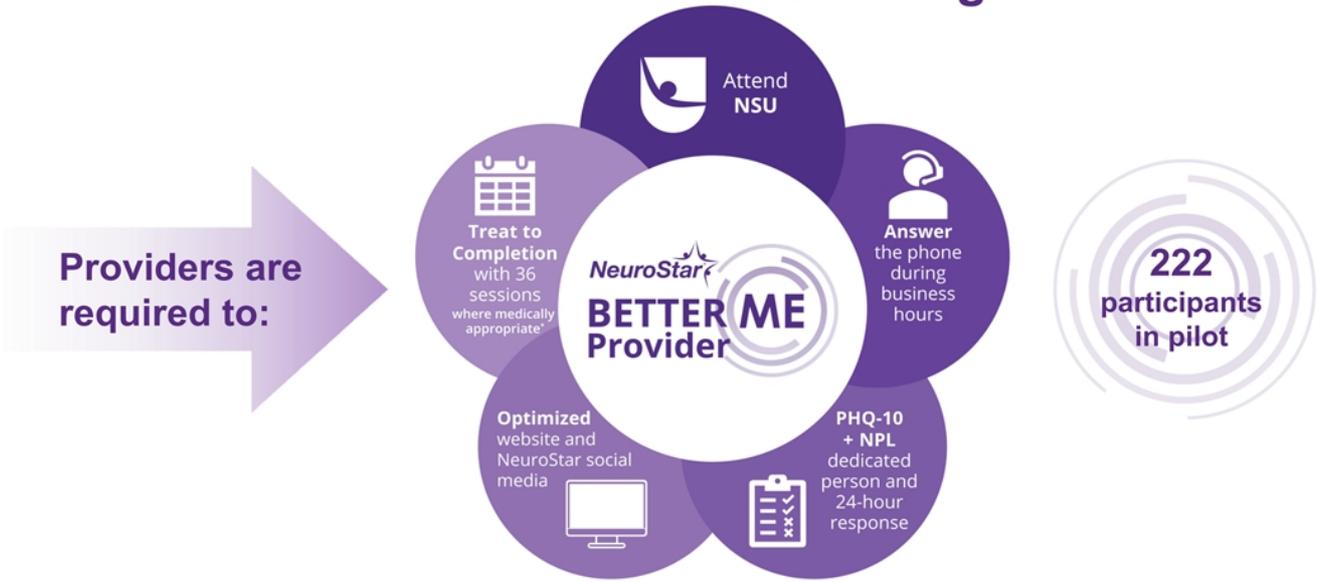
How has your practice been impacted by the Change Healthcare cyber attack?



Representing 105 practices *Data on file

Company Confidential

NeuroStar Better Me Provider Pilot Program



* Clinical evidence demonstrates superior outcomes for patients who complete a course of NeuroStar therapy compared to those who do not complete treatment. However, the actual number of sessions performed is subject to the medical judgment of the prescribing physician. The number of treatment sessions performed is not a selection criteria for entry into the Better Me Guarantee Program and will not be used as a basis to remove a provider from the program. | 1. Data on file, Neuronetics, Inc.



BMP Raises the Bar for Patient Response Time

PHQ-10s (Inside the Practice)	Non-BMP	BMP Committed	Active BMP
Rate of Successful Follow-up (1 Business Day)	13%	46%	78%

NPL Leads (Outside the Practice)	Non-BMP	BMP Committed	Active BMP
Rate of Successful Follow-up (1 Business Day)	14%	58%	90%



Following the 5-Standards, BMP Practices Transform the Lives of More Patients

BMP Status	Avg New MT's Per Site for Q1 2024
Non-BMP Provider	3.0
Committed BMP Provider	7.3
 Active BMP Provider	10.7



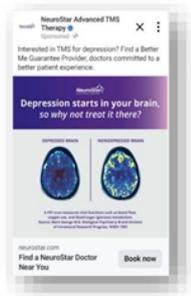
* Sites included were active as of Q1 2024

Company Confidential

BMP Practices are Helping Patients Faster

Q1 2023	Q1 2024
82 days	17 days

5x Faster
from potential patient interest to MT



All patient interest in Local Consumable Offices;
Phase 2: Feb 1, 2024 – Apr 7, 2024 vs. PY

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Adolescent Launch



New Opportunity with Adolescent Psychiatrists

New Customers

Supported by
17 Capital Sales Representatives

- Expanded opportunity
 - 8,000+ adolescent and child psychiatrists
 - 6,000 adolescent psych nurse practitioners



1,100+ Existing Customers

Supported by
45 Practice Development Managers

- Increases the value of NeuroStar system by broadening label to additional patients
- 50% of customers treated adolescents 15-21 in past year
- Increase awareness and education among adolescents and highly motivated parents through digital, social media, and mass media outreach

Sales force size remains the same



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NeuroStar is Actively Driving Consumer Awareness

Hosted Adolescent-Focused Media Event in NYC May 15, 2024



Company Confidential

The Neurostar Q2 Summit was the largest since inception

NS NEUROSTAR SUMMIT

Day 1

- Technology Overview
- Operationalizing
- System Demo

Day 2

- Clinical
- Marketing
- Reimbursement



PANEL OF EXPERTS

 <p>Brian Banks, CNP Founder and Managing Director of Light Mental Wellness, PLLC</p>	 <p>Sobia Kirmani-Moe, MD Psychiatrist, Creator and Owner of Collaborative Solutions</p>	 <p>Kenneth Pages, MD Medical Director, TMS of South Tampa</p>	 <p>Shahrzad Sims, DO Medical Director Aster Mental Health</p>
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50% of systems sold to adolescent-focused practices!

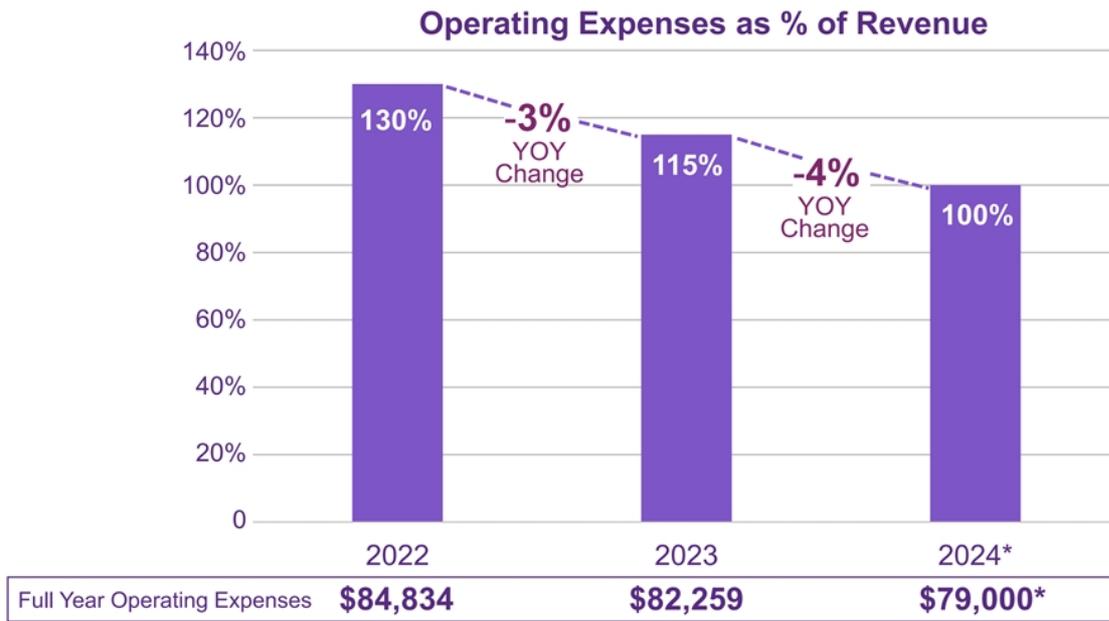


Road to Profitability



Operating Expense Trends

Dollars in \$000
Variance Increase/(decrease)



We Expect our Focused Strategies to Continue Building Momentum

- Achieved record results in Q1
- Better Me Provider Program key performance indicators:
 - Raises the bar for response time
 - Helps people in need 5x faster
- Generated awareness for adolescent indication among over 1.5 Million people
- Customer impact from Change Healthcare cyber attack is improving
- On track to achieve cash flow breakeven in 2025
- Continuing to invest in customer growth while reducing OPEX from non-commercial spend

