

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

FORM 1-U

CURRENT REPORT PURSUANT TO REGULATION A

Date of Report (Date of earliest event reported): **March 9, 2021**

Emerald Health Pharmaceuticals Inc.

(Exact name of issuer as specified in its charter)

Delaware

State or other jurisdiction of incorporation or organization

82-0669961

(I.R.S. Employer Identification No.)

5910 Pacific Center Blvd., Suite 320, San Diego, CA 92121

(Full mailing address of principal executive offices)

(858) 352 - 0622

(Issuer's telephone number, including area code)

Title of each class of securities issued pursuant to Regulation A: Common Stock

Item 9. Other Events*Press Release*

On March 9, 2021, Emerald Health Pharmaceuticals (the “Company”) announced the final closing date for its Regulation A, Tier 2 offering. The offering will close as of March 28, 2021 or once the maximum offering amount of \$67.1 million is reached, whichever comes first.

A copy of the press release announcing the closing of the round is attached as [Exhibit 16.1\(b\)](#) hereto.

The information contained herein, including Exhibit 16.1(b), shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that section, nor shall the information be deemed incorporated by reference into any of our Securities and Exchange Commission filings, except as shall be expressly set forth by specific reference in such a filing. The furnishing of the information in this Current Report on Form 1-U and Exhibit 16.1(b) will not be deemed an admission as to the materiality of any information in this Item 9.

Exhibits

16.1(b) [Company Press Release dated March 9, 2021](#)

SIGNATURES

Pursuant to the requirements of Regulation A, the Company has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

EMERALD HEALTH PHARMACEUTICALS INC.,
a Delaware corporation

By: */s/ James DeMesa*

James DeMesa
President and Chief Executive Officer

Date: March 9, 2021

Exhibit 16.1(b)**Emerald Health Pharmaceuticals
Announces Final Closing Date For its Regulation A+ Offering**

SAN DIEGO, CA, March 09, 2021 – Emerald Health Pharmaceuticals Inc. (EHP, or, the Company), a clinical-stage biotechnology company developing a new class of medicines to treat diseases with unmet medical needs, has announced a final closing date for its Regulation A (“Reg A”) offering due to expiration of the Company’s Offering Statement. The offering will close on the earlier of March 28th or once the maximum offering amount of \$67.1 million has been raised. To date EHP has received investment commitments of approximately \$56.0 million from over 8,000 investors. The remaining available subscriptions under this offering total approximately \$11.0 million, subject to adjustment.

EHP is offering shares of Common Stock at \$6.00 per share to both accredited and non-accredited investors. The minimum investment is 500 shares, or \$3,000. The Company’s Offering Circular, dated December 2, 2020, can be viewed at www.emeraldpharma.life.

EHP will stop accepting subscription agreements as of 11:59 PM PT on March 28, 2021, or once the maximum offering amount is reached, whichever comes first. Investors interested in purchasing shares of Common Stock are encouraged to read the Offering Circular and exhibits and consult with their tax, legal, or financial professional prior to investing.

Since the initial Reg A qualification in 2018, the Company has made significant progress in its financing, clinical and corporate development efforts, including most notably the successful initiation of its Phase 2a clinical trial for the treatment of systemic sclerosis and the start of activities for initiation its Phase 2 clinical trial for the treatment of multiple sclerosis.

Proceeds from this offering will be used primarily to further advance EHP’s Phase 2 clinical studies of EHP-101 and continue preclinical development of EHP-102 for the treatment of Huntington’s disease and Parkinson’s disease.

Any questions regarding the Company or the investment process should be directed to the Company via email at invest@emeraldpharma.life or the investor hotline at +1 (888) 468-3471.

About Regulation A

In the United States under the Securities Act of 1933, any offer to sell securities must either be registered with the United States Securities and Exchange Commission (SEC) or meet certain qualifications to exempt it from such registration. Regulation A (or Reg A) contains rules providing exemptions from the registration requirements, allowing some companies to use public solicitations to offer and sell their securities without having to register the securities with the SEC. Regulation A offerings are intended to make access to capital possible for small and medium-sized companies and to allow non-accredited investors to participate in the offering. The regulation is found under Title 17 of the Code of Federal Regulations, chapter 2, part 230.

About Emerald Health Pharmaceuticals Inc.

Emerald Health Pharmaceuticals is developing product candidates derived from cannabinoids for the treatment of CNS, autoimmune, and other diseases. The Company has two families of patented new chemical entities, derived from synthetic cannabidiol (CBD) and cannabigerol (CBG), that it has modified through rational drug design to affect validated receptors and pathways pertinent to targeted diseases. Its first drug candidate, EHP-101, is entering Phase 2 clinical development for the treatment of systemic sclerosis, a severe form of scleroderma, and multiple sclerosis. Its second product candidate, EHP-102, is in preclinical development and is focused on treating Huntington’s disease and Parkinson’s disease. EHP-101 has received Orphan designation in the US and EU for systemic sclerosis and EHP-102 has received Orphan designation in the US and EU for Huntington’s disease. For more information, visit <http://www.emeraldpharma.life> or contact info@emeraldpharma.life.

To the extent statements contained in this news release are not descriptions of historical facts regarding Emerald Health Pharmaceuticals Inc. they should be considered “forward-looking statements,” as described in the private securities litigation reform act of 1995, that reflect management’s current beliefs and expectations. You can identify forward-looking statements by words such as “anticipate,” “believe,” “could,” “estimate,” “expect,” “forecast,” “goal,” “hope,” “hypothesis,” “intend,” “may,” “plan,” “potential,” “predict,” “project,” “should,” “strategy,” “will,” “would,” or the negative of those terms, and similar expressions that convey uncertainty of future events or outcomes. Forward-looking statements contained in this news release include, but are not limited to, statements regarding: (i) the success and timing of our product development activities and clinical trials; (ii) our ability to develop our product candidates; (iii) our plans to research, discover, evaluate and develop additional potential product, technology and business candidates and opportunities; (iv) the anticipated timing of clinical data availability; (v) our ability to meet our milestones; and (vi) our expectations regarding our ability to obtain and maintain intellectual property protection. Forward-looking statements are subject to known and unknown factors, risks and uncertainties that may cause actual results to differ materially from those expressed or implied by such forward-looking statements. Undue reliance should not be placed on forward-looking statements. We undertake no obligation to update any forward-looking statements. Emerald Health Pharmaceuticals’ investigational drug products have not been approved or cleared by the FDA.