

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Singh Shawn</u> (Last) (First) (Middle) C/O VISTAGEN THERAPEUTICS, INC. 343 ALLERTON AVENUE (Street) SOUTH SAN FRANCISCO CA 94080 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>VistaGen Therapeutics, Inc. [VTGN]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) CHIEF EXECUTIVE OFFICER
	3. Date of Earliest Transaction (Month/Day/Year) 08/29/2018	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$10	08/29/2018		D			3,000 ⁽¹⁾	03/24/2013	03/24/2019	Common Stock	3,000	\$0	0	D	
Stock Option (Right to Buy)	\$1.5	08/29/2018		A		3,000		08/29/2018	03/24/2019	Common Stock	3,000	\$0	3,000	D	
Stock Option (Right to Buy)	\$10	08/29/2018		D			1,125 ⁽²⁾	12/17/2009	06/17/2019	Common Stock	1,125	\$0	0	D	
Stock Option (Right to Buy)	\$1.5	08/29/2018		A		1,125		08/29/2018	06/17/2019	Common Stock	1,125	\$0	1,125	D	
Stock Option (Right to Buy)	\$10	08/29/2018		D			50,000 ⁽³⁾	11/01/2011	11/04/2019	Common Stock	50,000	\$0	0	D	
Stock Option (Right to Buy)	\$1.5	08/29/2018		A		50,000		08/29/2018	11/04/2019	Common Stock	50,000	\$0	50,000	D	
Stock Option (Right to Buy)	\$10	08/29/2018		D			21,250 ⁽⁴⁾	12/31/2011	12/30/2019	Common Stock	21,250	\$0	0	D	
Stock Option (Right to Buy)	\$1.5	08/29/2018		A		21,250		08/29/2018	12/30/2019	Common Stock	21,250	\$0	21,250	D	
Stock Option (Right to Buy)	\$10	08/29/2018		D			5,000 ⁽⁵⁾	04/25/2015	04/26/2021	Common Stock	5,000	\$0	0	D	
Stock Option (Right to Buy)	\$1.5	08/29/2018		A		5,000		08/29/2018	04/26/2021	Common Stock	5,000	\$0	5,000	D	
Stock Option (Right to Buy)	\$3.49	08/29/2018		D			200,000 ⁽⁶⁾	(7)	06/19/2026	Common Stock	200,000	\$0	0	D	
Stock Option (Right to Buy)	\$1.5	08/29/2018		A		200,000		(7)	06/19/2026	Common Stock	200,000	\$0	200,000	D	

