

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): September 6, 2023

Cibus, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38161
(Commission
File Number)

27-1967997
(IRS Employer
Identification No.)

6455 Nancy Ridge Drive
San Diego, CA
(Address of principal executive offices)

92121
(Zip Code)

(858) 450-0008
(Registrant's telephone number, including area code)

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

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))

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

Title of each class	Trading Symbol(s)	Name of exchange on which registered
Class A Common Stock, \$0.0001 par value per share	CBUS	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter). 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.

Attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference is an updated form of corporate presentation to be used by Cibus, Inc. ("Cibus") in discussions with certain of its securityholders and other persons.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Cibus, Inc. Corporate Presentation (September 2023)
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, Cibus, Inc. has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: September 6, 2023

CIBUS, INC.

By: /s/ Rory Riggs

Name: Rory Riggs

Title: Chief Executive Officer and Chairman



CIBUS®

The Future of Breeding

*Changing the Speed of
Trait Development™*

August 2023





Cautionary Statements Regarding Forward Looking Information

This presentation contains forward looking statements based on current assumptions and forecasts made by Cibus Management

Various known and unknown risks, uncertainties and other factors could lead to material differences between the actual results, financial situations, development or performance of the company and the estimates given here. These factors include those discussed in Cibus' public reports which are available at Cibus.com.

Except as provided by law, this company assumes no obligations whatsoever to update these forward-looking statements or to conform them to future events or developments.

See slide 20 for detailed disclaimers, term definitions, data sources & assumptions.

Highlights

Leaders in Non-GMO Gene Editing in Agriculture

Technology

Gene Editing Trait Machine™

- First standardized, end-to-end gene editing/breeding system
- Analog to digital type change in breeding
- Over 400 issued and pending patents

Products

Productivity Traits

- Improved yields, lower costs, less chemicals, healthier plants

Sustainable Ingredients

- Low Carbon, lower environmental impact, aligned with corporate climate goals.

Business Model

Royalty Model

Develop - License Crop Traits

- 6 Trait Pipeline: Disease, Weeds, Agronomy

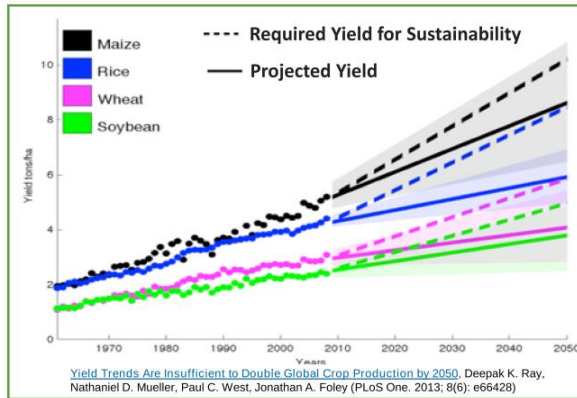
Example Customers



Cibus' Products are Traits that Increase Productivity

Productivity Traits are "Genetic Products" that Increase Yields, Lower Costs

- Trait Fees or Royalties are Paid as a % Productivity Gains from a Trait



Yield (Slope) Drivers

- Seeds (Germplasm) Improvements
- Productivity Traits
- Chemicals (Insecticides & Fungicides)



Experienced Management Team



Rory Riggs
CEO, CHAIRMAN
CO-FOUNDER



Peter Beetham, PhD
COO, PRESIDENT
CO-FOUNDER



Greg Gocal, PhD
EVP, CHIEF SCIENTIFIC
OFFICER, CO-FOUNDER



Noel Sauer, PhD
SVP, HEAD OF R&D



Wade King, MD
CHIEF FINANCIAL
OFFICER

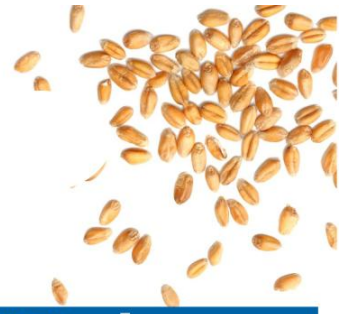


Steve Berreth, JD
General Counsel



Our Business

Developing Productivity Traits that We License to Seed Co's
Core Technology: Non-GMO Gene Editing.



Farmers

Challenged by the impacts of
Environment & Climate change

TURN TO



Seed Co's

They Compete on Traits
→ Improved Productivity.
Farmers pay Trait Fees.

WHO TURN TO



Trait Developers

- They Develop New Traits
- License Trait IP
- Are Paid Royalties



The Product/Customer Process

Trait Commercialization Follows a Multi-Step Process

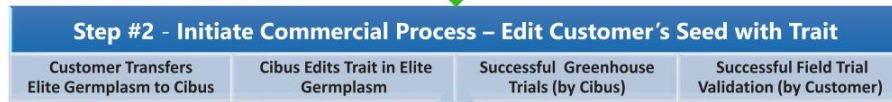
Commercialization Process Begins after Sign-off on Trait with Customer



Product Process



Commercialization Process



Step #2,3 Customers:
Canola: PSR - 10
Rice: HT1, HT3 - 3

Canola, Rice, Soybean are Cibus' Initial Crops

These are the Initial Crops for Cibus' Trait Machine Process



Together, These Crops Represent a 260 MM Acre Addressable Trait Market



* Cibus' Soybean Platform is not operational. It is expected to be operational in H2 2023.
 Trait Machine Operational means a validated Trait Machine Process has been established.
 Market acres are for North America, South America, Europe & Australia
Note: See slide 20 for term definitions, data sources & assumptions.

Cibus has a Strong Pipeline of 5 Productivity Traits

Cibus has an Established Customer Base for Each Trait in Each Crop

Several Traits are Multi-Crop

Trait	Crop	Stage of Development	Green House Data	Years of Field Trials
Pod Shatter Reduction	Canola	Developed	Yes	5
HT1	Rice	Developed	Yes	5
HT3	Rice	Developed	Yes	2
Sclerotinia Resistance	Canola	Advanced	Yes	4
	Soybean	Advanced	Awaiting Platform	Awaiting Platform
HT2	Canola	Advanced	Yes	1
	Soybean	Advanced	Awaiting Platform	Awaiting Platform

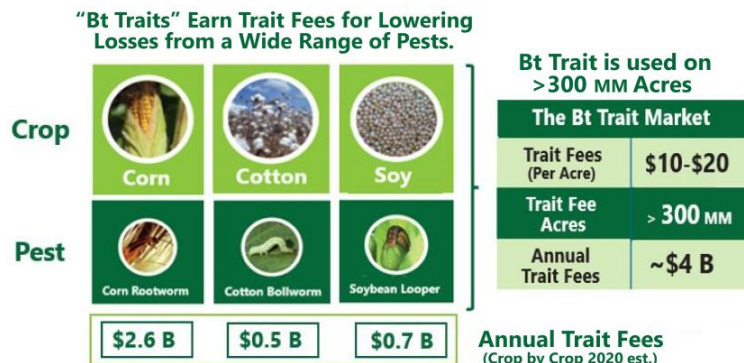
Note: See slide 20 for term definitions, data sources & assumptions
 Canola includes Canola, Winter Oilseed Rape and Carinata.
 Field Trials Years indicate maturity. After Trait Validation, Field Trials continue with customer specific Lines.



Disease & Pest Traits (Like *Sclerotinia*) are Key Targets

20% to 40% of Annual Crop Production (~\$290B) is lost to Disease & Pests

Trait Fees are Paid for % Yield Improvement for Controlling Losses from Diseases or Pests

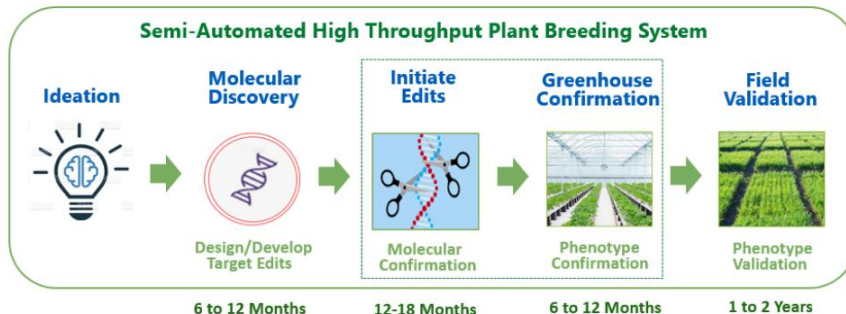


Note: Bt Trait is presented as an example. It is not owned by Cibus. It is owned and licensed by several seed companies. See slide 20 for term definitions, data sources & assumptions.
 * Trait Fee acreage information are 2020 estimates based on data from Agbioinvestor, US Gov., BCG & 3rd party consultants. Traits are predominantly GMO traits in North & South America.

Proprietary Technology Platform has Enabled Pipeline

Cibus' Trait Machine Process Materially Changes the Speed of Developing New Traits

Conventional Trait Development Average:	12 to 15 Years (or Decades)
GMO Trait Development (Breeding!) Average:	~16.5 Years, \$115 Million
Trait Machine Process Average:	~3 to 5 Years

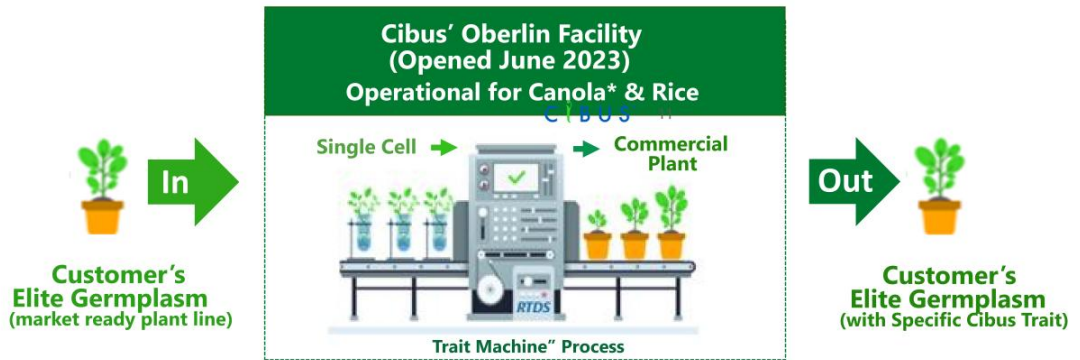


Note: Crop Life International, Philips McDougal Study, 2021.

Trait Machine is Also Key to Commercial Model

Let's Cibus Edit Traits Directly into Market-Ready Seeds:

Customers Transfer Market-Ready Seeds → Cibus Returns Market-Ready Seeds with Cibus Trait



Note: See slide 20 for term definitions, data sources & assumptions
* Canola includes Canola, Winter Oilseed Rape and Carinata.


Canola is Cibus' Lead Crop

Current Customers*: 10 Canola Seed Co's (~20 MM Acres)

Commercial Activity: The 1st Trait - PSR is Launching, Initial Transfer to Nuseed for US Mkt.

Transfers of PSR to 6 Customers Expected in 2023, Another 3 Expected in 2024

Initial Traits	Trait Fee Acres (est.)	Trait Fee (est. per acre)	Trait Royalty Market (\$ MM, est.)
	Pod Shatter (PSR): Launching	28 MM	\$5 - \$10
Sclerotinia Resistance	30 MM	\$10 - \$15	~\$300-\$450
Herbicide Tolerance #2 (HT2)	20 MM	\$7 - \$12	~\$225
Total	~78 MM		~\$725-\$875



Canola
OSR
~50 MM Acres

Sclerotinia and HT#2 are Multi-Crop Traits

*Customer means Customer elite germplasm transferred for edit and commercialization. Canola refers to both Canola, Winter Oilseed Rape and Similar crops. Trait Fee Acres are for in the specific trait in Canola/WOSR in N.A. Europe and Australia. Note: See slide 20 for term definitions, data sources & assumptions.

Sclerotinia is Gene Editing's 1st Disease Trait

Sclerotinia is the Most Destructive Disease for Canola with Losses from 5% to 100%

Sclerotinia Impact Can Measured Similar to the Bt Trait based on Bushels Lost

Sclerotinia Resistance is a Disease Trait that is measured by its Direct Impact on a Farmer's Output

Canola (Est. Impacted Acres: ~30MM)					
Cost of Fungicide	\$20 - \$30 (per acre)				
	% of Crop Infected	% Yield Loss from Infection*	\$ Value (per acre) of Yield Loss from Infection*	Potential Trait Fee (per acre)	
Crop Loss Due to Sclerotinia	10%	5%	\$30	\$10	← Fungicide Breakeven
	20%	10%	\$60	\$20	
	30%	15%	\$90	\$30	
	40%	20%	\$120	\$40	

Assumption: \$17.50 per bushel (50 pounds), Trait Fee Potential equals 1/3 of \$ Value of Loss to Farmer.

- **From Canola Council of Canada:** The general rule is that yield loss is roughly half of the "incidence rate" (which is the percentage of plants infected in a field). If 10 per cent of plants are infected, yield loss will be five per cent. <https://www.canolacouncil.org/canola-watch/fundamentals/factors-in-the-sclerotinia-spray-decision>


Rice is a Key Crop for Initial Revenues

Current Customers*: 3 Rice Seed Co's (~5 MM Acres)

Commercial Activity: 1st 2 Traits (HT1, HT3) Launching, Initial Transfer to Nutrien for US Mkt.

Transfers of Elite Germplasm with HT1, HT3 to 2 Customers in 2023. The Other 2 Expected in 2024

Developed Traits	Trait Fee Acres (est.)	Trait Fees (est. per acre)	Trait Royalty Market (\$ MM, est.)
HT1, HT3: Launching	8 MM	~\$20-\$25	~\$150
Total	~8 MM		~\$150



Rice
~ 10 MM Acres

HT1 & HT3 are Expected to be Alternated in Use

* Customer means initial collaboration signed. customer elite germplasm transferred. Trait Fee Acres are for in the specific trait in Rice in N.A., S.A. Europe
Note: See slide 20 for term definitions, data sources & assumptions.


Soybean Expected to be Cibus' 1st Blockbuster Crop

Lead Customer*: GDM (Soybean Market Leader in SA)

Commercial Activity: None Yet - Lead Trait *Sclerotinia* Resistance in Field Trials in Canola

Sclerotinia Resistance - Est. Market is \$500-\$750 MM in Royalties

Advanced Traits	Trait Fee Acres (est.)	Trait Fees (est. per acre)	Trait Royalty Market (\$MM, est.)
<i>Sclerotinia</i> Resistance	50 MM	~\$10-\$15	~\$500-\$750
Herbicide Tolerance #2 (HT2)	75 MM	~\$5-\$7	~\$375
Total	~125 MM		~\$875-\$1,125
<i>Sclerotinia</i> & HT2 are Multi-Crop Traits	<p>* Customer means initial collaboration signed. Customer elite germplasm transferred Trait Fee Acres are for in the specific trait in Soybean in N.A., S.A., Europe Blockbuster Crop means traits used on over 100 Million acres. Note: See slide 20 for term definitions, data sources & assumptions.</p>		

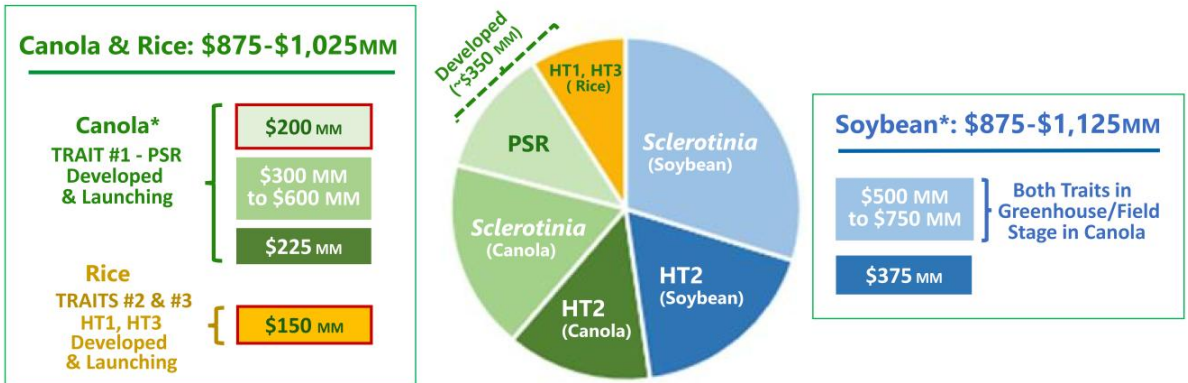


Soybean
~200 MM Acres

Guidance: Royalty Markets for Cibus' Trait Pipeline

Trait Market Estimates for Initial Traits in Canola, Rice & Soybean

Initial 3 Crops and 5 Traits, Est. Mkt ~ \$1.7 to \$2.1 Billion in Royalties



* Sclerotinia Trait Fees range from 1/3 Fungicide Cost to Bt trait equivalent per acre times est. impacted acres in Canola & Soybean.
 Note: See slide 20 for term definitions, data sources & assumptions.

Guidance: 2H 2023 Operational Milestones

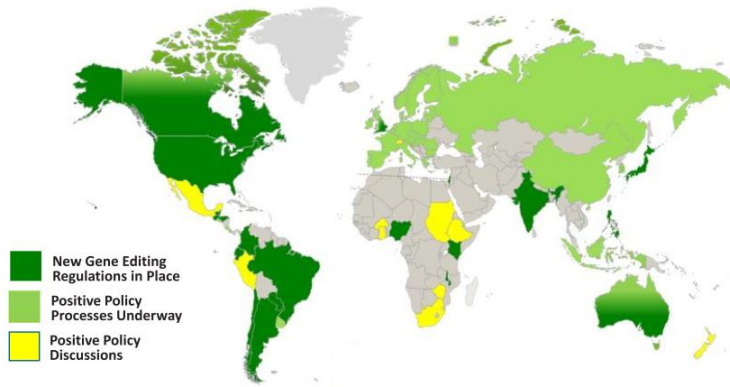
Confirming Our Lead Trait: "Sclerotinia Resistance" & Our Largest Platform: "Soybean"



- **Note:** See slide 20 for term definitions, data sources & assumptions.
- **Soybean platform** is not operational yet. It is estimated to be operational in 2H 2023.

2024 is Also Key Year in Global Regulations

EU Expected Vote to Regulate Cibus Traits as "Conventional-Like"



Gene Editing is One of the Only Tools that Can Provide the Speed & Scale to Address Challenges of Climate.

Note: Cibus traits are developed without integrating foreign DNA in the process or product. In key target markets including the United States, the new gene editing regulations are specifically separating Cibus traits from GMO (Genetically Modified Organisms) and regulating Cibus Traits similarly to traits from conventional breeding.

Disclaimer

Securities Law Matters

This presentation has been prepared by Cibus, Inc. (the "Company"), and the Company is responsible for its contents. It shall not constitute an offer, nor a solicitation of an offer, of the sale or purchase of securities, nor shall any securities of the Company be offered or sold, in any jurisdiction in which such an offer, solicitation or sale would be unlawful. Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of the transactions contemplated hereby or determined if this presentation is truthful or complete. Any representation to the contrary is a criminal offense.

Industry and Market Data

Information about market and industry statistics contained in this presentation is included based on information available to the Company that it believes is accurate in all material respects. It is generally based on academic and other publications that are not produced for purposes of securities offerings or economic analysis. The Company has not reviewed or included data from all sources, and the Company cannot assure potential investors of the accuracy or completeness of the data included in this presentation. Forecasts and other forward-looking information obtained from these sources, including estimates of future market size, revenue and market acceptance of products and services, are subject to the same qualifications and the additional uncertainties accompanying any forward-looking statements.

Acreage Data

This presentation has 2 available acreage calculations: TAM-Total Trait Fee Acres and Trait Fees Acres. These are based on the company's estimate of total hybrid acres available in: North America, South America & Europe for each crop. European acres are not currently Trait Fee. These acres depend on a favorable outcome of the current EU Parliamentary process. They are shown to show the potential increase in available acres if the EU were to pass the proposed legislation. The EU is expected to advance its legislative process for its proposed legislation.

Intellectual Property

"Cibus," "RTDS," "Rapid Trait Development System," "FALCO," "SU Canola," "Nucelis," "ASAP," "A Different Breed," "Trait Machine," "Inspired by Nature," "Driving Sustainable Agriculture," "Reshaping Crop Protection," "Reinventing Trait Development," "Timebound & Predictable," "Driving Trait & Breeding Innovation", "Future of Breeding", the Cibus logo and other trademarks or service marks of Cibus appearing in this presentation are the property of Cibus.

Trade names, trademarks and service marks of other companies that appear are the property of their respective holders and do not imply a relationship with, or endorsement or sponsorship of us, by these other companies. Solely for convenience, trademarks and trade names in this presentation appear without the ™ and ® symbols, but any such failure to appear should not be construed as indicating that their respective owners will not assert their rights with respect thereto. Cibus has over 400 patents issued or filed.

1. A Customer is defined as a seed company that has already transferred its elite germplasm to Cibus under an editing collaboration agreement for a specific trait.
2. Developed means validated field trials (Canola PSR, rice HT1, HT3); Advanced development means editing process underway with known edit targets.
3. Bt refers to *Bacillus thuringiensis* that is a species of bacteria that lives in soil
4. HT1, HT2 & HT3 refer to up 3 different herbicide tolerance traits
5. Total Market Acres and Trait Fee Acres are company estimates based on industry sources. There can be no assurance that Trait Fee Acres can be achieved.
6. Trait Machine Platforms are operational in canola and rice. Soybean is expected to be operational in H2 2023.
7. Trait Royalty Market is determined by multiplying the Est. Trait Fee Acres by the Est. Trait Fees for a specific Cibus trait in a specific geography or geographies.
8. Shipping means traits are transferred to customers in a customer's elite germplasm.
9. MOA refers single mode of action for a complex trait.
10. Complex traits refers to traits consisting of multiple modes of action. Greenhouse confirmation of a complex trait may refer to a single MOA or Multiple MOA's.
11. Initiate Edits means that the editing process has begun for the trait in the specific
12. Greenhouse Data means greenhouse confirmation for a single mode action or multiple modes of action for a trait.
13. Trait Machine Operational means a validated Trait Machine Process established 3rd Party Data
14. Trait Fee information are 2020 estimates based on data from Agbioinvestor, US Gov., BCG & 3rd party consultants. Traits are predominantly GMO traits in North & South America.

Forward Looking Statements

This presentation contains "forward-looking statements" within the meaning of applicable securities laws, including The Private Securities Litigation Reform Act of 1995. All statements, other than statements of present or historical fact included herein, including statements regarding the benefits of the merger, Cibus, Inc.'s ("Cibus") operational and financial performance, and Cibus' strategy, future operations, prospects and plans, are forward-looking statements. Forward-looking statements may be identified by words such as "anticipate," "believe," "intend," "expect," "plan," "scheduled," "could," "would" and "will," or the negative of these and similar expressions. These forward-looking statements are based on the current expectations and assumptions of Cibus' management about future events, which are based on currently available information. These forward-looking statements are subject to numerous risks and uncertainties, many of which are difficult to predict and beyond the control of Cibus. There are many factors that could cause Cibus' actual results, level of activity, performance or achievements to differ materially from those expressed or implied by forward-looking statements, including factors related to: (i) risks associated with the possible failure to realize certain anticipated benefits of the transactions contemplated by the merger (the "Transactions"); (ii) the effect of the completion of the Transactions on Cibus' business relationships, operating results and business generally; (iii) the outcome of any litigation or Transactions; (iv) changes in expected or existing competition; (v) challenges to Cibus' intellectual property protection and unexpected costs associated with defending Cibus' intellectual property rights; (vi) increased or unanticipated time and resources required for Cibus' platform or trait product development efforts; (vii) Cibus' reliance on third parties in connection with its development activities; (viii) Cibus' ability to effectively license its productivity traits and sustainable ingredient products; (ix) the recognition of value in Cibus' products by farmers, and the ability of farmers and processors to work effectively with crops containing Cibus' traits; (x) challenges associated with Cibus' ability to produce high-quality plants and seeds cost effectively on a large scale; (xi) Cibus' need for additional funding to finance its activities and challenges in obtaining additional capital on acceptable terms, or at all; (xii) Cibus' dependence on distributions from Cibus Global, LLC to pay taxes and cover Cibus' corporate and overhead expenses; (xiii) regulatory developments that disfavor or impose significant burdens on gene-editing processes or products; (xiv) Cibus' ability to achieve commercial success; (xv) commodity prices and other market risks facing the agricultural sector; (xvi) technological developments that could render Cibus' technologies obsolete; (xv) changes in macroeconomic and market conditions; (xvi) dislocations in the capital markets and challenges in accessing liquidity and the impact of such liquidity challenges on Cibus' ability to execute its business plan; and (xvii) other factors discussed in "Risk Factors of Cibus, Inc." filed as Exhibit 99.3 with Cibus' Current Report on Form 8-K filed on June 1, 2023, and any additional "Risk Factors" identified in Cibus' subsequent reports on Forms 10-q and 8-K filed with the SEC. In addition to these factors, other known and unknown risks and uncertainties may adversely affect such forward-looking statements and cause Cibus' actual results, performance or achievements to be materially different from those expressed or implied by the forward-looking statements. Should one or more of these risks or uncertainties occur, or should underlying assumptions prove incorrect, actual results and plans could differ materially from those expressed in any forward-looking statements. In addition, the forward-looking statements included in this press release represent Cibus' views as of the date hereof. Cibus specifically disclaims any obligation to update such forward-looking statements in the future, except as required under applicable law. These forward-looking statements should not be relied upon as representing Cibus' views as of any date subsequent to the date hereof.

