## 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): January 11, 2010

### MEDICINOVA, INC.

(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

 001-33185 Commission File Number) 33-0927979 (IRS Employer Identification No.)

4350 La Jolla Village Drive, Suite 950 San Diego, CA 92122 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (858) 373-1500

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))
Pro communications pursuant to Pula 13a 4(c) under the Evelopina Act (17 CEP 240 13a 4(c))

#### Item 7.01 Regulation FD Disclosure.

Representatives of MediciNova, Inc. (the "Registrant") will be attending the 28th Annual JPMorgan Healthcare Conference commencing January 11, 2010. A copy of the slide presentation to be used by the Registrant at investor meetings during this conference is attached hereto as Exhibit 99.1.

The information in this Current Report on Form 8-K being provided under this Item 7.01, including Exhibit 99.1 furnished herewith, is being furnished and shall not be deemed "filed" for any purpose, including 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. The information in this Current Report on Form 8-K shall not be deemed to be incorporated by reference into 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 filing.

#### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

**Exhibit** Description

99.1 Slide presentation of the Registrant

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.

MEDICINOVA, INC.

Dated: January 11, 2010

/s/ Shintaro Asako

Shintaro Asako Chief Financial Officer EXHIBIT INDEX

Exhibit Description

99.1 Slide presentation of the Registrant



Accelerating the global development and commercialization of innovative pharmaceuticals



### **Forward-Looking Statements**

Statements in this presentation that are not historical in nature constitute forward-looking statements within the meaning of the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include statements regarding MediciNova's clinical trials supporting the safety and efficacy of its product candidates and the potential novelty of such product candidates as treatments for disease, plans and objectives for clinical trials and product development, strategies, future performance, expectations, assumptions, financial condition, liquidity and capital resources. These forward-looking statements may be preceded by, followed by or otherwise include the words "believes," "expects," "anticipates," "intends," "estimates," "projects," "can," "could," "may," "will," "would," or similar expressions. Actual results or events may differ materially from those expressed or implied in any forward-looking statements due to various factors, including the risks and uncertainties inherent in clinical trials and product development and commercialization, such as the uncertainty in results of clinical trials for product candidates, the uncertainty of whether the results of clinical trials will be predictive of results in later stages of product development, the risk of delays or failure to obtain or maintain regulatory approval, the risk of failure of the third parties upon whom MediciNova relies to conduct its clinical trials and manufacture its product candidates to perform as expected, the risk of increased cost and delays due to delays in the commencement, enrollment, completion or analysis of clinical trials or significant issues regarding the adequacy of clinical trial designs or the execution of clinical trials and the timing, cost and design of future clinical trials and research activities; the timing of expected filings with the FDA; MediciNova's failure to execute strategic plans or strategies successfully; MediciNova's collaborations with third parties; MediciNova's ability to realize the anticipated strategic and financial benefits from its acquisition of Avigen, Inc., to integrate the two ibudilast development programs and to pursue discussions with potential partners to secure a strategic collaboration to advance the clinical development of the combined development program; the availability of funds to complete product development plans and MediciNova's ability to raise sufficient capital when needed, or at all; intellectual property or contract rights; and the other risks and uncertainties described in MediciNova's filings with the Securities and Exchange Commission, including MediciNova's annual report on Form 10-K for the year ended December 31, 2008 and its subsequent periodic reports on Forms 10-Q and 8-K. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date January 11, 2010. MediciNova disclaims any intent or obligation to revise or update these forward-looking statements.





#### MediciNovaverview:

- Founded in September 2000
- Headquartered in San Diego, CA
  - · Additional office in Tokyo, Japan
- Dual-listing on Nasda@GMINO and Osaka Securities Exchange as 4875
- \$85.7 million Market Cap (NasdagGM) as of 12/31/2009

#### **Development Company Focused on Differentiated Product Candidates**

 Unique access to differentiated, potentially high-value assets primarily from Japanese alliances (Kyorin, Kissei, Mitsubishi Tanabe Pharma, Meiji)

#### **New Approaches to Treat Serious Medical Conditions:**

- MN-221: Intravenous (IV) acute asthma and COPD candidate
  - Potential \$1 billion+ combined market opportunity worldwide\*
- MN-166 (AV411): oral multiple sclerosis candidate; additional enabled neurological conditions
  - In 2008, over \$8 billion in worldwide MS therapeutic sales\*\*

\*Source: Internal MediciNova projections

\*\*Source: Individual annual reports of leading MS companies, 2008





## **Pro Forma Stockholder Review**

This pro forma ownership table is presented for illustrative purposes only and does not indicate actual ownership of MediciNova shares at any past, present, of future date. Actual ownership of MediciNova shares will depend on a variety of factors, including the actual amount of the Second Payment Consideration, the rounding of fractional shares set forth in the governing the convertible notes and the number of holders electing to convert their convertible notes into MediciNova shares.

#### **Pro Forma Summary of Securities Ownership**

#### **Potential Financing from Avigen**

#### as of 12/31/2009

120	
Common Stock Equivalents	# Shares
MediciNova Stockholders	12,172,510
Avigen Stockholders (1st payment consideration)	4,330,268
Avigen Stockholders (2nd payment consideration)	134,325
MediciNova Exercisable Options	1,319,391
Total	17,956,494
Ownership %	
MediciNova Stockholders	67.8%
Avigen Stockholders (both pmt. considerations)	24.9%
MediciNova Exercisable Options	7.3%
Total	100.0%

#### **Acquisition**

Potential Cash Available to MediciNov (Conversion price of \$6.80 per MNOV	· <del></del>
First Payment Consideration	
(@ ~\$1.19/share)	\$29,445,824.82
Second Payment Consideration	
(@ ~\$0.04/share)	\$913,408.56
Total Cash Potentially Available	0
to MediciNova	\$30 359 233 38

Note: Assumes Second Payment Consideration in the amount of \$1.1 million was paid at closing, that all convertible notes, including those issued as part of the Second Payment Consideration, were converted on December 31, 2009 and that no rounding of fractional shares occurred as part of the conversion calculations.



## MN-221 for Exacerbations of Acute Asthma and COPD

#### **Definition:**

 AcuteAsthmExacerbationsong-lastingnd severe asthma episodes that are not responsive to initial bronchodilator or corticosteroid therapies

COPExacerbationSustaineworseningfthe patient's condition, from the stable state and beyond normal day-to-day variations, that is acute in onset.

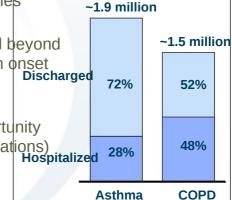


 Potential \$1 billion+ combined market opportunity worldwide\* (acute asthma & COPD exacerbations) Hospitalized

### **Current Standard of Care (SOC):**

- Beta agonistsnhaled
- Anticholinergicknhaled
- Corticosteroid\$V- or oral

Hospitalization Rates Amongst Asthma and COPD Patients\*\*



\*\*Source: National Center for Health Statistics / CDC, WHO website, "Core Health indicators"



\*Source: Internal MediciNova projections



MN-221: A novel highly selective 2- adrenergie ceptoagonist

Three potential advantages over current therapy:

- 1. Improved Efficacy
  - Route of Administration (IV v. Inhala
- 2. Improved Safety
  - Higher selectivity preceptor that
  - Partial agonist preceptor
- 3. Reduced Health Care Expenses



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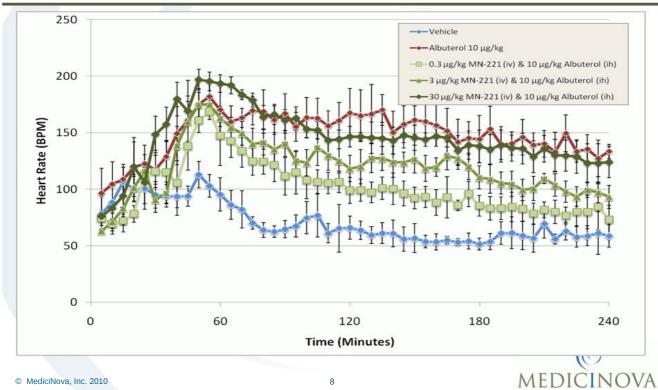


Test Drug	$\beta_1$ IC <sub>50</sub> (M)	$\beta_2$ IC <sub>50</sub> (M)	$eta_2$ -Adrenocept <b>6</b> electivity (IC <sub>50</sub> for $eta_1$ / IC <sub>50</sub> for $eta_2$ )
Levalbuterol	7.40E-06	1.40E-06	5.3
Albuterol	9.40E-06	1.60E-06	5.9
Terbutaline	6.00E-05	6.50E-06	9.2
MN-221	5.90E-06	1.40E-07	42.4



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in Dogs

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	Completed Studies			Ongoir	ng Studies
	CL-004	CL-005	CL-006	CL-007	CL-010
Indication	Mild-to-moder Asthmatics	Moderate-to- ate Severe Asthmatics		Acute sExacerbation of Asthma	Moderate-to- s Severe COPD patients
FEV <sub>I</sub> (Entry Criter	FEY≥60%	75%≥ FEY ≥ 40%	FEY ≤ 55%	FEY≤50%	80%≥ FEY ≥ 30%
Number of Patients	23	17	29	200	48
Number of Sites	4	4	8	~45	6
Doses Teste Compared t Placebo	5.25, 15, 52.9 150, 240, 450 900 μg over 15 min	1,125 $\mu$ g ove	r 240, 450 μg over 15 min; r 1080 μg ove 2-hr	1200 $\mu$ g ove	r 300, 600, 1200 μg over1-hr

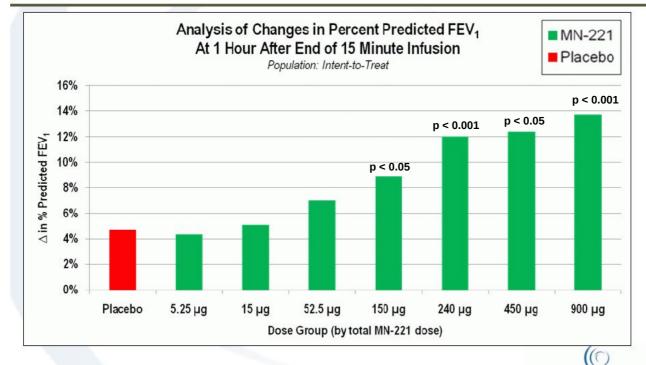
Note: CL-004, CL-005, CL-010 located in clinical sites. CL-006, CL-007 located in emergency departments.

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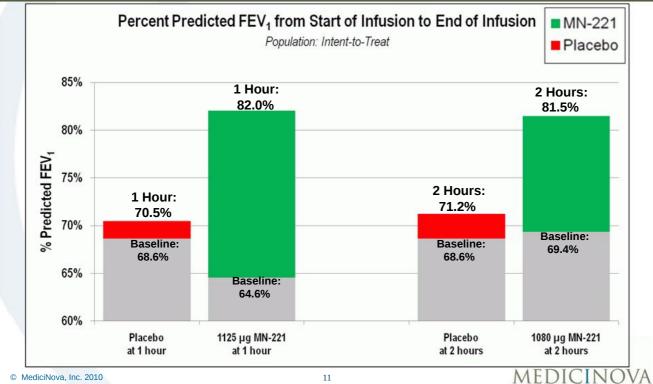


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What did we learn from the MN-221-CL-006 clinical trial?

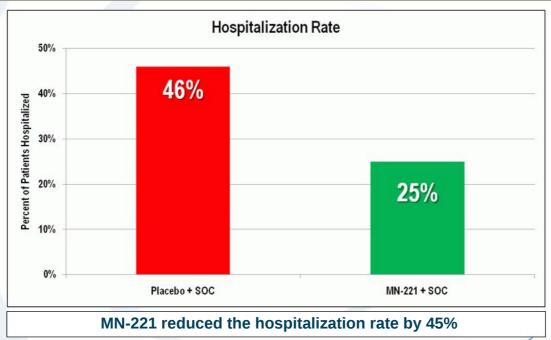
- There were no safety concerns with adding MN-221 to the standard of care.
- There was a reduction in the hospitalization rate among patients treated with MN-221.
- Overall, improvement in preceiving MN-221 than placebo.
- A dose of 1,200g pof MN-221 administered over one hour was selected for the MN-221-CL-007 clinical trial.





## MN-221-CL-006:

### Hospitalization Rate by Treatment Group



Note: SOC means standard of care.

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- Randomized, placebo-controlled, double-blind, multi-center Phase II clinical trial
- 200 patients with severe, acute exacerbations of asta 50% (行证的 dicted) at ~35 Emergency Department sites in US, Canada, Australia, and New Zealand
- Dose Groups (~100 patients/group):
  - 1,200 μΦ/N-221 over 1 hour (600 μξ minutes; 600 μμσ minutes)
  - Placebo
- Patients will receive Standard of Care (SOC) treatment in addition to adjunctive treatment with MN-221 or placebo
- Primary efficacy endpoint will be improvement (N) inpredicted) at 5 hours
  - The study is designed to have 80% power to detect a treatment difference of 5 percentageointsin FEV<sub>1</sub>(%predicted)/hercomparin y/IN-221+ SOCto Placebo + SOC at a two sided α-level of 0.05.
- Anticipated completion in 2H, 2010\*

\*Anticipated completion date based on current projections NoteDevelopmeptans' timeline for MN- 22 fulinical trials are subject ochange





- Randomized, double-blind, placebo-controlled basetalation study
- 48 subjects with stable moderate-to-severe COPD (FEY≥ 30% < 80% and F/EVC ratio < 0.7) at 6 sites in the US</li>
- Doses:

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- 300 μgMN-221 over 1-hour (150 μg minutes; 150 μg45 minutes) or placebo
- 600 μgMN-221 over 1-hour (300 μg minutes; 3μg in 45 minutes) or placebo
- 1,200 μgMN-221 over 1-hour (600 μg minutes; 600iμg45 minutes) or placebo
- Outcommeasures descriptivs tatistic only—FEV<sub>1</sub>, PK, safety
- Anticipated completion in 1H, 2010\*

\*Anticipated completion date based on current projections NoteDevelopmeptans' timelinesor MN-221:linicatrialsaresubjectochange





## MN-166 for the Treatment of Multiple Sclerosis

#### MN-166 for Multiple Sclerosis (MS):

- · Oral administration
- Multiplemechanisms action both neuroprotective and anti-inflammatory
- MN-166 targets primarily chronic aspects of MS
- Benign safety profile

#### **Mechanisms of Action:**

#### Potential Meuroprotective

- Inhibits nitric oxide and reactive oxygen species production
- Stimulates release of neuronal growth factors
- · Reduces demyelination

#### **Anti-inflammatory**

- InhibitsPDE'sandMIF,leukotrieneeleaseproinflammatocytokine(TNFaJL-1b,MCP,IL-6)
- Can increase IL-10 release

#### **Current Standard of Care:**

- Beta interferon(Rebif), Avone R, Betaseron/Betafeft)rCopaxon B Tysabíf
- Primary focus is on acute treatment of MS symptoms (i.e., relapse rate)





## Completed Clinical Study: MN-166-CL-001

#### Placebo-controlled, Randomized, Double-blind Phase II Study:

- Year 1 Placebo, 30 mg/day, 60mg/day
- Year 2 30 mg/day, 60mg/day
- 297 patients (~100 patients/group) @ 25 sites in Serbia, Ukraine, Belarus, Bulgaria and Romania

#### **Key Inclusion Criteria:**

- Males or females aged 18 to 55 years, with relapsing remitting (RR) and/or secondary progressive (SP) Multiple Sclerosis with continued relapses;
- One MRI scan taken two weeks prior to treatment start using a standardized MRI protocol with at least one Gd-enhancing lesion;
- An Expanded Disability Status Scale (EDSS) score of 5.5 or less at the screening and baseline visits.

#### **Safety Profile:**

- 89% (264 of 297) of subjects completed the first 12 months of the study
- 82.5% (245 of 297) of subjects completed the full 24 months of the study
- Adverse effects reported more frequently in MN-166-treated than placebo-treated subjects: GI effects & depression

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## MN-166 Targets Primarily Chronic Aspects of MS

#### Indicative of Potential Neuropro Effice

· Reduced brain volume loss

• Reduced conversion of acute lesions to persistent black holes lue: 0.004

Sustained disability progression was significantly less like Ry Value: 0.026

#### Acute Clinical Benefit:

Prolong time to relapse (by 127 days.)

Annualized relapse rate

P-Value: 0.04

P-Value: 0.035

P-Value: 0.08

#### **Protocol-Defined Primary Endpoint (Surrogate Endpoint):**

No significant reduction in the cumulative number of active (gadolinium-enhancing (T1) and non-enhancing new/enlarging (T2)) lesions on cranial MRI scans over 12 months of treatment was observed

 Positive trends were observed in volume of gadolinium-enhancing (T1) lesions

P-Value: 0.09

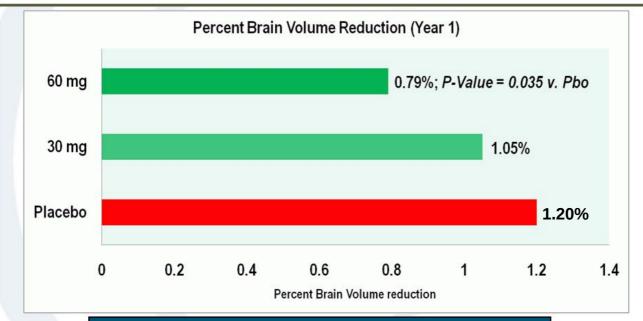


Note: P-values listed on this slide compare placebo group to 60mg/day group of MN-166

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## MN-166 - Chronic Efficacy Demonstrated: Effects on Brain Volume



Brain volume changes are linked to axonal le



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	Treatment Groups			
Parameter	Placebo	30 mg/day	60 mg/day	
Number Patients w. New Lesions (NL) at Month 2	72	64	56	
Total Number of NLs in all Patients at Month 2	426	338	315	
Total Number of Persistent Black Holes (PBH) at Month 10	98	58	47	
Percentage of Lesions Evolving to PBHs at Month 10	23%	17%	14%	
Percent Reduction from Placebo Group	-	26%	39%	
P-Value	-	0.036	0.004	

- New T1 gadolinium-enhancing or new T2 lesions were defined as NL in the first on-study MRI at month 2
- Lesions that were hypointense and inactive at month 10 were PBH
- Relative Risk (RR) of NL evolution to PBH was analyzed using a general linear model with the error term from the Poisson distribution

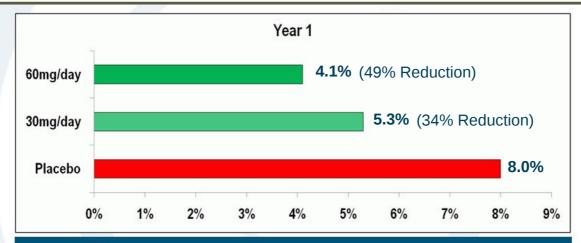
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## **Sustained Disability Progression**



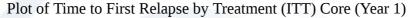
Disability Progression is defined as a sustained increase in ED (increase in EDSS maintained for four consecutive months)

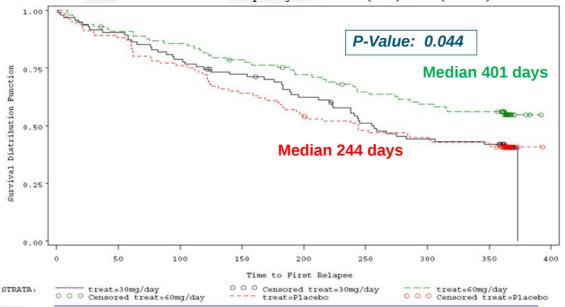
Sustained disability progression was significantly less likely (~50%) in those patients receiving MN-166 at 30 or 60 mg per day for 24 months than in those patients receiving the drug for 12 months (p=0.026).

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# Acute Efficacy Demonstrated: Time to First Relapse









### Additional Value from Avigen Deal

#### **AV411: Value to MediciNova**

- Both AV411 and MN-166 are ibudilast
- API and drug product supply
- 4 complete has and lb/II a linicatrials
- Open IND for ibudi(Astalgesia, Addiction)
- Clinical & preclinical support for MN-166 dosing up to 100 mg/day
- 2 method of use patents issued in 2009; multiple filings in progress
- Analog compounds behind ibudilast
  - First-generation reaction First-generation reaction from the first-generation of the first-generation from the first-generation of the first-generation from the first-generation of the first-gener
  - Second-generation dual target leads

#### OpioidWithdrawal & Neuropathic Pain Indications

- Ibudilasts a good gliaell attenuator in vitro and in the central nervous system (CNS) in vivo.
- Gliabell activation contributes to reward and withdrawal appoints not the development and maintenance of neuropathic pain.
- AV411 represents a new pharmocotappapach for drug addiction and neuropathic pain.





### **AV411:Ongoing clinical trial**

- Study Objective: Assess AV411 safety/tolerability/PK and preliminary efficacy for opiate withdrawal in heroin-dependent subjects
- Ongoing clinical trial run jointly by the New York State Psychiatric Institute and Columbia Universitive NYC(Investigate NDstudy Medici Novis not the sponsor)
- Trial to enroll ~30 patients (10 completers/cohort)

Trial Design/Endpoints				
Week	1	2	3	
Treatment	Morphine (30 mg QID) and Placebo BID	Morphine (30 mg QID) and Placebo BID or 20 mg BID of Ibudilast or 40 mg BID of Ibudilast	Placebo BID or 20 mg BID of Ibudilast or 40 mg BID of Ibudilast	
Endpoints	Safety, Tolerability, PK	Safety, Tolerability, PK	Withdrawal scores, Safety, Tolerability, PK	

Anticipated completion in 1H, 2010\*

\*Anticipated completion date based on current projections
Note: QID refers to taking the medication four times per day; BID refers to taking the medication twice a day

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# **Commercially-Attractive Diversified Portfolio**

Core Candidates	Preclinical	Phase I	Phase II	Phase III
MN-166 (AV411) (MS and other CNS Disorders)	Kyorin 🔾	CNS Disorders	MS	
MN-221 (Exacerbations of Acute Asthma/COPD)	KISSEI	COPD	Asthma	
Non-Core Candidates	Preclinical	Phase I	Phase II	Phase III
MN-001 (Bronchial Asthma)	Kyorin 🔾			
MN-305 (Anxiety Disorders)	Mitsubishi Tanabe Pharma	***********************	************	
MN-001 (Interstitial Cystitis)	Kyorin 🖒	***********************************		
MN-029 (Solid Tumors)	ANGIOGENE PRABBANCI DE UN CE	***************************************		
MN-221 (Preterm Labor)	KISSEI			
MN-246 (Urinary Incontinence)	Mitsubsile Tanabe Pharms			
MN-447/462 (Thrombosis)	Meiji 📐			

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# Management Team with Global Experience









Leadership	Years Experienc	Background e
Yuichi Iwaki, MD, PhD CEO & President	34	Professor at USC, formerly Professor a University of Pittsburgh; Advisor to JAF Tanabe
Shintar Asako CPA Chief Financial Officer	12	KPMG USA (Audit), Arthur Andersen U
Masatsun@kajimaCMA VP, Head of Japanese Office	18 e	Daiwa Securities SMBC, Sumitomo Capital Securities, Sumitomo Bank
Alan Dunton, MD, PhD Clinical Development Consu & Board Member	27 Itant	CEO of Panac&Metaphore President of the Janssen Research Foundation, a J&J company





#### **Near-Term Business Plan:**

- 1. Secure a global partnership for MN-166 (AV411)
- 2. Secure a regional partnership (ex-US/Japan rights) for MN-221

#### **Clinical Milestones:**

- 1. MN-221-CL-007 Phase II Study for Acute Exacerbations of Asthma
  - Anticipated completion 2H, 2010\*
- 2. MN-221-CL-010 Phasetuldy in Moderate-to-Severe COPD Patients
  - Anticipated completion in 1H, 2010\*
- 3. Ongoing AV4 Study for Opiondthdrawal
  - Anticipated completion in 1H, 2010\*

\*Anticipated completion dates based on current projections
Note: Development plans / timelines for MN-221 clinical trials are subject to change

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