

**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 24, 2019**

**SOLENO THERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-36593**  
(Commission  
File No.)

**77-0523891**  
(IRS Employer  
Identification Number)

**203 Redwood Shores Parkway, Suite 500  
Redwood City, CA 94065**  
(Address of principal executive offices)

**(650) 213-8444**  
(Registrant's telephone number, including area code)

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 symbols	Name of each exchange on which registered
Common Stock, \$0.001 par value	SLNO	NASDAQ
Common Stock, \$0.001 per value, underlying the warrants	SLNOW	NASDAQ

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 2.01. Completion of Acquisition or Disposition of Assets**

On September 24, 2019, Soleno Therapeutics, Inc. (the “Company”) completed the sale of all its remaining shares in Capnia, Inc., a Delaware corporation (“Capnia”), to Sinon Investments LLC, a Delaware limited liability company (“Sinon”), for a total purchase price of \$500,000. Following the transaction, the Company has no interest remaining in Capnia.

Capnia develops and commercializes medical monitors, including CoSense, that measure end-tidal carbon monoxide in breath to assist in the detection of excessive hemolysis in neonates, a condition in which red blood cells degrade rapidly and which can lead to adverse neurological outcomes.

The Company was previously party to a Joint Venture Agreement dated December 4, 2017 (the “JV Agreement”), by and among the Company, Capnia and OptAsia Healthcare Limited, a Hong Kong company limited by shares (“OAHL”), pursuant to which OAHL acquired a majority interest in Capnia. The JV Agreement was terminated on September 24, 2019, in connection with the sale to Sinon of the remaining shares of Capnia held by Soleno.

**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.

Date: September 30, 2019

**SOLENO THERAPEUTICS, INC.**

By: /s/ Anish Bhatnagar

Anish Bhatnagar

Chief Executive Officer