
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Minerva Neurosciences, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share

(Title of Class of Securities)

603380205

(CUSIP Number)

12/23/2025

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 603380205

Names of Reporting Persons

1 Vivo Opportunity Fund Holdings, L.P.

Check the appropriate box if a member of a Group (see instructions)

- 2 (a)
 (b)

3 Sec Use Only

Citizenship or Place of Organization

4 DELAWARE

Number of 5 Sole Voting Power
Shares

Beneficially 8,591,572.00
Owned by Shared Voting Power
Each 6
Reporting 0.00
Person
With: Sole Dispositive Power
7
8,591,572.00
Shared Dispositive
8 Power
0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9
8,591,572.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11
9.99 %

Type of Reporting Person (See Instructions)

12
PN

Comment for Type of Reporting Person: The reported share amount represents an aggregate of (i) 3,925,900 shares of common stock, par value \$0.0001 per share (the "Common Stock") of Minerva Neurosciences, Inc. (the "Issuer"), which were converted automatically from 8,300 shares of the Issuer's Series A Convertible Preferred Stock, par value \$0.0001 per share (the "Series A Preferred Stock") on December 23, 2025, following the Issuer's receipt of the approval of its stockholders of such conversion, (ii) 782 shares of Series A Preferred Stock, which are convertible into 369,886 shares of Common Stock, and (iii) Preferred Tranche A Warrant to purchase an aggregate of 9,082 shares of Series A Preferred Stock, which are convertible into 4,295,786 shares of Common Stock. The reported share amount excludes Preferred Tranche B Warrant to purchase an aggregate of 4,541 shares of Series A Preferred Stock, which are convertible into 2,147,893 shares of Common Stock, because the Preferred Tranche B Warrant is not exercisable within 60 days hereof. All securities are held of record by Vivo Opportunity Fund Holdings, L.P. Vivo Opportunity, LLC is the general partner of Vivo Opportunity Fund Holdings, L.P. The percentage reported in row 11 herein is based on 43,274,398 shares of Common Stock of the Issuer outstanding as reported on the registration statement on Form S-3 filed with the Securities Exchange Commission (the "SEC") on December 23, 2025. The Series A Preferred Stock contains a provision that prevents these securities from being converted into shares of Common Stock, if such conversion would result in the holder or its affiliates obtaining greater than 9.99% of the Issuer's voting securities. However, the amounts reported in rows 5, 7 and 9 herein include (i) 369,886 shares of Common Stock convertible from 782 shares of Series A Preferred Stock and (ii) 4,295,786 shares of Common Stock convertible from 9,082 shares of Series A Preferred Stock that are exercisable from the Preferred Tranche A Warrant, without giving effect to the blocking provisions.

SCHEDULE 13G

CUSIP No. 603380205

Names of Reporting Persons

1
Vivo Opportunity, LLC

Check the appropriate box if a member of a Group (see instructions)

2
 (a)
 (b)

3
Sec Use Only
Citizenship or Place of Organization

4
DELAWARE

Number of Sole Voting Power
Shares 5
Beneficially 8,591,572.00
Owned by 6 Shared Voting Power

Each Reporting Person With:	0.00	Sole Dispositive Power
7	8,591,572.00	
		Shared Dispositive Power
8	0.00	
Aggregate Amount Beneficially Owned by Each Reporting Person		
9	8,591,572.00	
Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)		
10	<input type="checkbox"/>	
Percent of class represented by amount in row (9)		
11	9.99 %	
Type of Reporting Person (See Instructions)		
12	OO	

Comment for Type of Reporting Person: The reported share amount represents an aggregate of (i) 3,925,900 shares of Common Stock of the Issuer, which were converted automatically from 8,300 shares of the Issuer's Series Preferred Stock on December 23, 2025, following the Issuer's receipt of the approval of its stockholders of such conversion, (ii) 782 shares of Series A Preferred Stock, which are convertible into 369,886 shares of Common Stock, and (iii) Preferred Tranche A Warrant to purchase an aggregate of 9,082 shares of Series A Preferred Stock, which are convertible into 4,295,786 shares of Common Stock. The reported share amount excludes Preferred Tranche B Warrant to purchase an aggregate of 4,541 shares of Series A Preferred Stock, which are convertible into 2,147,893 shares of Common Stock, because the Preferred Tranche B Warrant is not exercisable within 60 days hereof. All securities are held of record by Vivo Opportunity Fund Holdings, L.P. Vivo Opportunity, LLC is the general partner of Vivo Opportunity Fund Holdings, L.P. The percentage reported in row 11 herein is based on 43,274,398 shares of Common Stock of the Issuer outstanding as reported on the registration statement on Form S-3 filed with the SEC on December 23, 2025. The Series A Preferred Stock contains a provision that prevents these securities from being converted into shares of Common Stock, if such conversion would result in the holder or its affiliates obtaining greater than 9.99% of the Issuer's voting securities. However, the amounts reported in rows 5, 7 and 9 herein include (i) 369,886 shares of Common Stock convertible from 782 shares of Series A Preferred Stock and (ii) 4,295,786 shares of Common Stock convertible from 9,082 shares of Series A Preferred Stock that are exercisable from the Preferred Tranche A Warrant, without giving effect to the blocking provisions.

SCHEDULE 13G

CUSIP No. 603380205

1	Names of Reporting Persons	
	Vivo Opportunity Cayman Fund, L.P.	
	Check the appropriate box if a member of a Group (see instructions)	
2	<input type="checkbox"/>	(a)
	<input checked="" type="checkbox"/>	(b)
3	Sec Use Only	
4	Citizenship or Place of Organization	
	CAYMAN ISLANDS	
Number of Shares Beneficially Owned by Each Reporting Person	5	Sole Voting Power
	868,428.00	
		Shared Voting Power
6	0.00	
7		Sole Dispositive Power

Person
With: 868,428.00
Shared Dispositive
8 Power
0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9 868,428.00
Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10
Percent of class represented by amount in row (9)

11 9.99 %

Type of Reporting Person (See Instructions)

12 PN

Comment for Type of Reporting Person: The reported share amount represents an aggregate of (i) 396,847 shares of Common Stock of the Issuer, which were converted automatically from 839 shares of the Issuer's Series Preferred Stock on December 23, 2025, following the Issuer's receipt of the approval of its stockholders of such conversion, (ii) 79 shares of Series A Preferred Stock, which are convertible into 37,367 shares of Common Stock, and (iii) Preferred Tranche A Warrants to purchase an aggregate of 918 shares of Series A Preferred Stock, which are convertible into 434,214 shares of Common Stock. The reported share amount excludes Preferred Tranche B Warrant to purchase an aggregate of 459 shares of Series A Preferred Stock, which are convertible into 217,107 shares of Common Stock, because the Preferred Tranche B Warrant is not exercisable within 60 days hereof. All securities are held of record by Vivo Opportunity Cayman Fund, L.P. Vivo Opportunity Cayman, LLC is the general partner of Vivo Opportunity Cayman Fund, L.P. The percentage reported in row 11 herein is based on 43,274,398 shares of Common Stock of the Issuer outstanding as reported on the registration statement on Form S-3 filed with the SEC on December 23, 2025. The Series A Preferred Stock contains a provision that prevents these securities from being converted into shares of Common Stock, if such conversion would result in the holder or its affiliates obtaining greater than 9.99% of the Issuer's voting securities. However, the amounts reported in rows 5, 7 and 9 herein include (i) 37,367 shares of Common Stock convertible from 79 shares of Series A Preferred Stock and (ii) 434,214 shares of Common Stock convertible from 918 shares of Series A Preferred Stock that are exercisable from the Preferred Tranche A Warrant, without giving effect to the blocking provisions.

SCHEDULE 13G

CUSIP No. 603380205

Names of Reporting Persons

1 Vivo Opportunity Cayman, LLC
Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only
Citizenship or Place of Organization

4 CAYMAN ISLANDS

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:
5 Sole Voting Power
868,428.00
6 Shared Voting Power
0.00
7 Sole Dispositive Power
868,428.00
8 Shared Dispositive
Power

0.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

868,428.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10



Percent of class represented by amount in row (9)

11

9.99 %

Type of Reporting Person (See Instructions)

12

OO

Comment for Type of Reporting Person: The reported share amount represents an aggregate of (i) 396,847 shares of Common Stock of the Issuer, which were converted automatically from 839 shares of the Issuer's Series Preferred Stock on December 23, 2025, following the Issuer's receipt of the approval of its stockholders of such conversion, (ii) 79 shares of Series A Preferred Stock, which are convertible into 37,367 shares of Common Stock, and (iii) Preferred Tranche A Warrants to purchase an aggregate of 918 shares of Series A Preferred Stock, which are convertible into 434,214 shares of Common Stock. The reported share amount excludes Preferred Tranche B Warrant to purchase an aggregate of 459 shares of Series A Preferred Stock, which are convertible into 217,107 shares of Common Stock, because the Preferred Tranche B Warrant is not exercisable within 60 days hereof. All securities are held of record by Vivo Opportunity Cayman Fund, L.P. Vivo Opportunity Cayman, LLC is the general partner of Vivo Opportunity Cayman Fund, L.P. The percentage reported in row 11 herein is based on 43,274,398 shares of Common Stock of the Issuer outstanding as reported on the registration statement on Form S-3 filed with the SEC on December 23, 2025. The Series A Preferred Stock contains a provision that prevents these securities from being converted into shares of Common Stock, if such conversion would result in the holder or its affiliates obtaining greater than 9.99% of the Issuer's voting securities. However, the amounts reported in rows 5, 7 and 9 herein include (i) 37,367 shares of Common Stock convertible from 79 shares of Series A Preferred Stock and (ii) 434,214 shares of Common Stock convertible from 918 shares of Series A Preferred Stock that are exercisable from the Preferred Tranche A Warrant, without giving effect to the blocking provisions.

SCHEDULE 13G

Item 1.

Name of issuer:

(a)

Minerva Neurosciences, Inc.

Address of issuer's principal executive offices:

(b)

1500 District Avenue, Burlington, MA 01803

Item 2.

Name of person filing:

(a)

Vivo Opportunity Fund Holdings, L.P. and its General Partner Vivo Opportunity, LLC Vivo Opportunity Cayman Fund, L.P. and its General Partner Vivo Opportunity Cayman, LLC

Address or principal business office or, if none, residence:

(b)

192 Lytton Avenue, Palo Alto, CA 94301

Citizenship:

(c)

Vivo Opportunity Fund Holdings, L.P. is a Delaware limited partnership. Vivo Opportunity, LLC is a Delaware limited liability company. Vivo Opportunity Cayman Fund, L.P. is a Cayman Islands limited partnership. Vivo Opportunity Cayman, LLC is a Cayman Islands limited liability company.

Title of class of securities:

(d)

Common Stock, par value \$0.0001 per share

CUSIP No.:

(e)

603380205

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a)

Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);

(b)

Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);

- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

Vivo Opportunity, LLC may be deemed to beneficially own an aggregate of 8,591,572 shares of the Issuer's securities, consisting of (i) 3,925,900 shares of Common Stock of the Issuer, which were converted automatically from 8,300 shares of the Issuer's Series Preferred Stock on December 23, 2025, following the Issuer's receipt of the approval of its stockholders of such conversion, (ii) 782 shares of Series A Preferred Stock, which are convertible into 369,886 shares of Common Stock, and (iii) Preferred Tranche A Warrants to purchase an aggregate of 9,082 shares of Series A Preferred Stock, which are convertible into 4,295,786 shares of Common Stock. The reported share amount excludes Preferred Tranche B Warrant to purchase an aggregate of 4,541 shares of Series A Preferred Stock, which are convertible into 2,147,893 shares of Common Stock, because the Preferred Tranche B Warrant is not exercisable within 60 days hereof. The securities are held of record by Vivo Opportunity Fund Holdings, L.P. Vivo Opportunity, LLC is the general partner of Vivo Opportunity Fund Holdings, L.P. Vivo Opportunity Cayman, LLC may be deemed to beneficially own an aggregate of 868,428 shares of the Issuer's securities, consisting of (i) 396,847 shares of Common Stock of the Issuer, which were converted automatically from 839 shares of the Issuer's Series Preferred Stock on December 23, 2025, following the Issuer's receipt of the approval of its stockholders of such conversion, (ii) 79 shares of Series A Preferred Stock, which are convertible into 37,367 shares of Common Stock, and (iii) Preferred Tranche A Warrants to purchase an aggregate of 918 shares of Series A Preferred Stock, which are convertible into 434,214 shares of Common Stock. The reported share amount excludes Preferred Tranche B Warrant to purchase an aggregate of 459 shares of Series A Preferred Stock, which are convertible into 217,107 shares of Common Stock, because the Preferred Tranche B Warrant is not exercisable within 60 days hereof. These securities are held of record by Vivo Opportunity Cayman Fund, L.P. Vivo Opportunity Cayman, LLC is the general partner of Vivo Opportunity Cayman Fund, L.P. The Series A Preferred Stock contains a provision that prevents these securities from being converted into shares of Common Stock, if such conversion would result in the holder or its affiliates obtaining greater than 9.99% of the Issuer's voting securities. However, the amounts reported in this Item 4 herein represent the number of shares of Common Stock that would be issuable upon full conversion of the Series A Preferred Stock and the full exercise of Tranche A Warrant, without giving effect to the blocking provisions.

(a)

Percent of class:

(b) Vivo Opportunity Fund Holdings, L.P.: 9.99% Vivo Opportunity, LLC: 9.99% Vivo Opportunity Cayman Fund, L.P.: 9.99% Vivo Opportunity Cayman, LLC: 9.99% The percentage reported in this Item 4(b) is based on 43,274,398 shares of Common Stock of the Issuer outstanding as reported on the registration statement on Form S-3 filed with the Securities Exchange Commission on December 23, 2025. %

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

Vivo Opportunity Fund Holdings, L.P.: 8,591,572 shares Vivo Opportunity, LLC: 8,591,572 shares Vivo Opportunity Cayman Fund, L.P.: 868,428 shares Vivo Opportunity Cayman, LLC: 868,428 shares

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

Vivo Opportunity Fund Holdings, L.P.: 8,591,572 shares Vivo Opportunity, LLC: 8,591,572 shares Vivo Opportunity Cayman Fund, L.P.: 868,428 shares Vivo Opportunity Cayman, LLC: 868,428 shares

(iv) Shared power to dispose or to direct the disposition of:

- Item 5. Ownership of 5 Percent or Less of a Class.
- Item 6. Ownership of more than 5 Percent on Behalf of Another Person.
Not Applicable
- Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.
Not Applicable
- Item 8. Identification and Classification of Members of the Group.
Not Applicable
- Item 9. Notice of Dissolution of Group.
Not Applicable

Item 10. Certifications:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under ?? 240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Vivo Opportunity Fund Holdings, L.P.

Signature: /s/ Kevin Dai
Name/Title: Kevin Dai/Managing Member of Vivo Opportunity, LLC, General Partner
Date: 12/31/2025

Vivo Opportunity, LLC

Signature: /s/ Kevin Dai
Name/Title: Kevin Dai/Managing Member
Date: 12/31/2025

Vivo Opportunity Cayman Fund, L.P.

Signature: /s/ Kevin Dai
Name/Title: Kevin Dai/Managing Member of Vivo Opportunity Cayman, LLC, General Partner
Date: 12/31/2025

Vivo Opportunity Cayman, LLC

Signature: /s/ Kevin Dai
Name/Title: Kevin Dai/Managing Member
Date: 12/31/2025

Exhibit Information

99.1 Joint Filing Statement

Joint Filing Agreement

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him, her or it contained herein, but shall not be responsible for the completeness and accuracy of the information concerning the other entities or persons, except to the extent that he, she or it knows or has reason to believe that such information is inaccurate.

Date: December 31, 2025

Vivo Opportunity Fund Holdings, L.P.

/s/ Kevin Dai

Name: Kevin Dai

Title: Managing Member of Vivo Opportunity, LLC,
General Partner

Vivo Opportunity, LLC

/s/ Kevin Dai

Name: Kevin Dai

Title: Managing Member

Vivo Opportunity Cayman Fund, L.P.

/s/ Kevin Dai

Name: Kevin Dai

Title: Managing Member of Vivo Opportunity Cayman,
LLC, General Partner

Vivo Opportunity Cayman, LLC

/s/ Kevin Dai

Name: Kevin Dai

Title: Managing Member