

NanoString Technologies Inc
Form 8-K
September 13, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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 12, 2016

NanoString Technologies, Inc.
(Exact name of registrant as specified in its charter)

| | | |
|----------|-----------|------------|
| Delaware | 001-35980 | 20-0094687 |
|----------|-----------|------------|

(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)

530 Fairview Avenue North
Seattle, Washington 98109
(Address of principal executive offices, including zip code)

(206) 378-6266
(Registrant's telephone number, including area code)

(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 (see General Instruction A.2. below):

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))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 12, 2016, the board of directors of NanoString Technologies, Inc. (the "Company"), upon recommendation from the nominating and corporate governance committee of the Company's board of directors, voted to appoint Kirk D. Malloy, Ph.D., as a director of the Company, effective immediately. Dr. Malloy was appointed as a Class I director with a term expiring at the Company's 2017 annual meeting of stockholders. Dr. Malloy was not appointed to any committees of the Board in connection with his initial appointment as a director.

There are no transactions and no proposed transactions between Dr. Malloy (or any member of his immediate family) and the Company (or any of its subsidiaries), and there is no arrangement or understanding between Dr. Malloy and any other person or entity pursuant to which Dr. Malloy was appointed as a director of the Company.

Dr. Malloy will participate in the Company's standard compensation plan for non-employee directors, including an initial stock option grant, which was granted to Dr. Malloy on September 12, 2016. The standard compensation plan for non-employee directors is described in the section entitled "Director Compensation Program" of the Company's definitive proxy statement on Schedule 14A, filed with the Securities and Exchange Commission on May 27, 2016. A press release announcing Dr. Malloy's appointment to the board of directors is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| Exhibit No. | Description |
|-------------|-------------|
|-------------|-------------|

| | |
|------|---|
| 99.1 | NanoString Technologies, Inc. Press release dated September 13, 2016. |
|------|---|

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.

NanoString Technologies, Inc.

Date: September 13, 2016 By: /s/ R. Bradley Gray

R. Bradley Gray

President and Chief Executive Officer

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|---|
| 99.1 | NanoString Technologies, Inc. Press release dated September 13, 2016. |