

BIOCRYST PHARMACEUTICALS INC

Form 8-K

January 04, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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Form 8-K

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event Reported): December 28, 2018

**BioCryst Pharmaceuticals, Inc.**

(Exact Name of Registrant as Specified in Charter)

**Delaware**

(State or Other Jurisdiction of  
Incorporation)

**000-23186**

(Commission File Number)

**62-1413174**

(I.R.S. Employer Identification  
Number)

**4505 Emperor Blvd., Suite 200, Durham, North  
Carolina 27703**

(Address of Principal Executive Offices) (Zip Code)

**(919) 859-1302**

(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:

☐ 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))

☐

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Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). 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. [ ☐ ]

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

On December 28, 2018, Fred E. Cohen, M.D., Ph.D informed the Board of Directors (the “Board”) of BioCryst Pharmaceuticals, Inc. (the “Company”) of his intention to resign from the Board, effective January 4, 2019. Prior to his resignation, Dr. Cohen served on the Compensation, Finance, and Science Committees of the Board. Dr. Cohen cited no disagreement with the Board or management relating the Company, its operations, policies or practices. The Company is grateful to Dr. Cohen and appreciates his many contributions to the Company.

On December 28, 2018, the Board elected Stephen Aselage to the Board, effective January 4, 2019. The Company issued a news release reporting this matter on January 4, and a copy of the news release is attached as Exhibit 99.1 hereto and is incorporated herein by reference.

The Board also appointed Mr. Aselage to serve on the Compensation Committee and the Commercial Committee effective upon his election to the Board.

Pursuant to the Company’s Stock Incentive Plan, Mr. Aselage will receive an automatic grant of 25,000 stock options upon joining the Board, and will be entitled to a grant of 30,000 stock options after each annual stockholders’ meeting. Mr. Aselage will receive compensation consistent with the Company’s director compensation policy as described in the Company’s proxy statement for its 2018 annual meeting of stockholders.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
<u>99.1</u>	<u>Press Release dated January 4, 2019 entitled “BioCryst Appoints Steve Aselage to Board of Directors”</u>

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**SIGNATURE**

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.

**BioCryst Pharmaceuticals, Inc.**

Date: January 4, 2019

By: /s/ Alane Barnes  
Alane Barnes  
Senior Vice President and Chief Legal Officer