

HALOZYME THERAPEUTICS INC  
Form 8-K  
August 06, 2015

**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): **August 5, 2015**

**HALOZYME THERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

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

**001-32335**  
(Commission  
File Number)

**88-0488686**  
(IRS Employer  
Identification No.)

**11388 Sorrento Valley Road, San Diego, California**  
(Address of principal executive offices)

**92121**  
(Zip Code)

Registrant's telephone number, including area code: **(858) 794-8889**

**Not Applicable**

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(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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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.**

(d) On August 5, 2015, Jeffrey W. Henderson was elected to the Board of Directors Halozyyme Therapeutics, Inc. (the Company). Mr. Henderson was elected to the class of directors with terms ending in 2016 and will stand for election to the Board by the Company's stockholders at the Company's 2016 annual meeting of stockholders. Mr. Henderson will serve on the Board of Directors Audit Committee. Mr. Henderson will receive compensation for his services (currently consisting of cash retainers for Board and committee service and restricted stock awards) under our director compensation program applicable to all non-employee directors. The components of the non-employee director compensation program were described in our proxy statement for the 2015 Annual Meeting of Stockholders held on May 6, 2015. Under the director compensation program, on August 5, 2015, Mr. Henderson was granted 6,405 shares of restricted stock, representing a pro rata portion of the value of a restricted stock award for a full year of service on the Board of Directors.

There are no arrangements or understandings pursuant to which Mr. Henderson was elected as a director and there are no related party transactions between the Company and Mr. Henderson.

On August 5, 2015, the Company issued a press release announcing the election of Mr. Henderson to the Company's Board of Directors. A copy of the press release is attached hereto as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits**

| <b>Exhibit No.</b> | <b>Description</b>                 |
|--------------------|------------------------------------|
| 99.1               | Press Release dated August 5, 2015 |

**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.

Halozyme Therapeutics, Inc.

August 6, 2015

By:

/s/ Harry J. Leonhardt  
Harry J. Leonhardt, Esq.  
Senior Vice President, General Counsel,  
Chief Compliance Officer and Corporate Secretary

**EXHIBIT LIST**

| <b>Exhibit No.</b> | <b>Description</b>                 |
|--------------------|------------------------------------|
| 99.1               | Press Release dated August 5, 2015 |