

PORTOLA PHARMACEUTICALS INC  
Form DEFA14A  
June 06, 2018

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**SCHEDULE 14A**  
**PROXY STATEMENT PURSUANT TO SECTION 14(a) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

**Confidential, for use of the Commission only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Under Rule 14a-12

**Portola Pharmaceuticals, Inc.**

**(Name of Registrant as Specified in its Charter)**

Payment of Filing Fee (Check the appropriate box):

No fee required

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:
  
- (2) Aggregate number of securities to which transaction applies:
  
- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
- (4) Proposed maximum aggregate value of transaction:
  
- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

- (1) Amount Previously Paid:
  
- (2) Form, Schedule or Registration Statement No.:
  
- (3) Filing Party:
  
- (4) Date Filed:



**PROXY STATEMENT SUPPLEMENT**

**PORTOLA PHARMACEUTICALS, INC.**

**270 E. Grand Avenue**

**South San Francisco, CA 94080**

June 6, 2018

To the Stockholders of Portola Pharmaceuticals, Inc.:

We are providing you with this proxy statement supplement to provide additional information resulting from events that occurred subsequent to the distribution of our proxy statement for our upcoming 2018 Annual Meeting of Stockholders (the **2018 Annual Meeting**), which will be held on June 8, 2018, at 9:00 a.m. local time, at the offices of Portola Pharmaceuticals, Inc. ( **Portola** ) at 270 E. Grand Avenue, South San Francisco, CA 94080.

*Departure of William Lis*

On June 3, 2018, William Lis notified our Board of Directors (the **Board**) of his decision to retire as our Chief Executive Officer and a member of our Board, effective August 1, 2018 (the **Separation Date**). During the period prior to the Separation Date, Mr. Lis will remain as Chief Executive Officer but will reduce his involvement in day to day operations. We have initiated a search for a Chief Executive Officer to replace Mr. Lis. To provide for a smooth transition for our stakeholders, we entered into a letter agreement with Mr. Lis pursuant to which Mr. Lis will consult for Portola for a period ending June 30, 2020.

Mr. Lis will continue to serve as a Class III director until the Separation Date. At such time as Portola hires a new Chief Executive Officer, the Board expects to appoint the new Chief Executive Officer as a Class III director.

*Appointment of Interim Co-Presidents*

John T. Curnutte, M.D., Ph.D., our Executive Vice President, Research and Development, and Mardi C. Dier, our Executive Vice President and Chief Financial Officer, have been appointed as interim Co-Presidents of Portola, effective immediately, to serve until such time as we hire a new Chief Executive Officer.

By Order of the Board of Directors,

/s/ Mardi C. Dier

Mardi C. Dier  
*Co-President and Chief Financial Officer*

South San Francisco, California

June 6, 2018

**Important Notice Regarding the Availability of Proxy Materials for the 2018 Annual Meeting of Stockholders to Be Held on June 8, 2018: The Notice of 2018 Annual Meeting of Stockholders, Proxy Statement for the 2018 Annual Meeting and our Annual Report on Form 10-K for the fiscal year ended December 31, 2017 are**

available at our website at *investors.portola.com* and at *www.proxyvote.com*.