

Sientra, Inc.
Form 8-K
August 01, 2017

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): July 27, 2017

SIENTRA, INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction

of Incorporation)

001-36709
(Commission

File Number)
420 South Fairview Avenue, Suite 200

20-5551000
(IRS Employer

Identification No.)

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Santa Barbara, CA 93117

(Address of Principal Executive Offices and Zip Code)

(805) 562-3500

(Registrant's Telephone Number, Including Area Code)

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))

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

Item 8.01 Other Events.

On June 27, 2017, Sientra, Inc. (the *Company*) and Silimed Indústria de Implantes Ltda. (*Silimed*), the Company's former contract manufacturer for its silicone gel breast implants, participated in a court-ordered settlement conference pursuant to which they reached a definitive settlement of the lawsuit and related arbitration between them subject to execution of a formal settlement agreement (the *Settlement Agreement*). The parties executed the Settlement Agreement on July 27, 2017. Pursuant to the Settlement Agreement, the Company and Silimed have granted mutual releases to each other with respect to certain specified conduct, and have granted each other covenants not to sue with respect to certain specified conduct. The Company has also agreed to pay Silimed a lump sum of \$9,000,000 within 30-days of execution of the Settlement Agreement, and \$1,000,000 on or by July 1, 2018. In addition, should the Company enter into international markets using certain breast implant specifications, the Company has agreed to make royalty payments of \$12.50 on its net sales of such products, up to a maximum royalty of \$5,000,000. The Settlement Agreement was a compromise and settlement of disputed claims between the parties and not an admission of liability which was expressly denied.

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 hereto duly authorized.

SIENTRA, INC.

Dated: August 1, 2017

By: /s/ Jeffrey Nugent
Jeffrey Nugent
Chairman of the Board and Chief Executive Officer