

ChemoCentryx, Inc.
Form 8-K
March 09, 2016

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): March 7, 2016

CHEMOCENTRYX, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

001-35420
(Commission

File Number)

94-3254365
(IRS Employer

Identification No.)

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850 Maude Avenue, Mountain View, CA
(Address of Principal Executive Offices)

94043
(Zip Code)

Registrant's telephone number, including area code: (650) 210-2900

(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 March 7, 2016, the Compensation Committee (the Committee) of the Board of Directors of ChemoCentryx, Inc. (the Company) approved cash bonuses to be paid to the executive officers listed below (the NEOs) for the 2015 fiscal year and approved and awarded the stock options and restricted stock units listed below to the NEOs under the Company's 2012 Equity Incentive Award Plan. The exercise price per share of such stock options is \$3.57, the closing price per share of the Company's common stock on March 7, 2016. Twenty-five percent of the total number of shares of common stock subject to each Named Executive Officer's option will vest on January 1, 2017, and 1/48th of the total number of shares of common stock subject to such option will vest monthly thereafter, subject to such Named Executive Officer's continued employment or service relationship with the Company on each such vesting date. One third of each of the NEO's restricted stock unit awards will vest on January 1, 2017, and the remaining two thirds of each of the NEO's restricted stock unit awards will vest on January 1, 2018 and January 1, 2019, respectively, subject to such NEO's continued employment or service relationship with the Company on each such vesting date.

The 2015 actual cash bonus payments, stock option grants and restricted stock unit awards are as follows:

| Name | Title | 2015 Actual Cash Bonus | Stock Options | Restricted Stock Unit Awards |
|-------------------------------|---|-----------------------------------|--------------------------|---|
| Thomas J. Schall, Ph.D. | President and Chief Executive Officer | \$ 228,580 | 300,000 | 100,000 |
| Susan M. Kanaya | Senior Vice President, Finance, Chief Financial Officer and Secretary | \$ 116,368 | 190,000 | 60,000 |
| Petrus Bekker, M.D., Ph.D. | Chief Medical Officer | \$ 114,914 | 110,000 | 40,000 |

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.

CHEMOCENTRYX, INC.

Date: March 9, 2016

By: /s/ Susan M. Kanaya

Name: Susan M. Kanaya

Title: Senior Vice President, Finance, Chief Financial

Officer and Secretary