

CONCERT PHARMACEUTICALS, INC.

Form 8-K

December 17, 2018

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): December 11, 2018

Concert Pharmaceuticals, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware 001-36310 20-4839882
(State or Other Jurisdiction (Commission (IRS Employer
of Incorporation) File Number) Identification No.)

65 Hayden Avenue, Suite 3000N 02421
Lexington, Massachusetts
(Address of Principal Executive Offices) (Zip Code)
Registrant's telephone number, including area code: (781) 860-0045

(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))
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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 (§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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On December 11, 2018, Meghan FitzGerald notified Concert Pharmaceuticals, Inc. (the “Company”) of her decision to resign as a member of the Board of Directors of the Company (the “Board”), effective as of December 11, 2018. Ms. FitzGerald works in private equity and one of her new portfolio companies, which is in the business of investing in biotechnology companies, prohibits Ms. FitzGerald from sitting on the Board in order to avoid any potential conflicts of interest. Ms. FitzGerald’s resignation is not the result of any disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

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.

CONCERT PHARMACEUTICALS, INC.

Date: December 17, 2018 By: /s/ Roger D. Tung
Roger D. Tung
President and Chief Executive Officer