

**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**

April 22, 2021

Date of Report (Date of earliest event reported)

Chimerix, Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation)

001-35867

(Commission File Number)

33-0903395

(IRS Employer Identification No.)

**2505 Meridian Parkway, Suite 100
Durham, NC**

(Address of principal executive offices)

27713

(Zip Code)

Registrant's telephone number, including area code: (919) 806-1074

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	CMRX	The Nasdaq Global Market

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.

(d) On April 22, 2021, the Board of Directors (the “**Board**”) of Chimerix, Inc. (the “**Company**”) appointed Victoria Vakiener to serve as a Class II director of the Company, effective immediately.

In accordance with the Company’s non-employee director compensation policy, upon her appointment as a director, Ms. Vakiener was granted a nonqualified stock option to purchase 60,000 shares of the Company’s common stock at an exercise price equal to \$8.22 per share, the closing price of the Company’s common stock on the date of grant, and which will vest and become exercisable over a three year period following the date of grant. Additionally, Ms. Vakiener will be entitled to receive a \$40,000 annual retainer for her service as a director. At each annual stockholder meeting following which Ms. Vakiener’s term as a director continues, she will be entitled to receive a nonqualified stock option to purchase 35,000 shares of the Company’s common stock, which will vest and become exercisable over a one year period following the date of grant. Ms. Vakiener will also enter into the Company’s standard form of indemnification agreement. The Company is not aware of any transaction involving Ms. Vakiener requiring disclosure under Item 404(a) of Regulation S-K.

Additional information about Ms. Vakiener can be found in the press release issued by the Company on April 26, 2021, a copy of which is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
<u>99.1</u>	<u>Press Release of Chimerix, Inc. dated April 26, 2021.</u>

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.

Chimerix, Inc.

Dated: April 27, 2021

By: /s/ Michael T. Andriole
Michael T. Andriole
Chief Business and Financial Officer

Chimerix Appoints Vicki Vakiener to Board of Directors

DURHAM, N.C., April 26, 2021 (GLOBE NEWSWIRE) -- Chimerix (NASDAQ:CMRX), a biopharmaceutical company focused on accelerating the development of medicines to treat cancer and other serious diseases, today announced the appointment of Vicki Vakiener to its Board of Directors, effective immediately. Ms. Vakiener currently serves as Chief Commercial Officer of Epizyme Inc.

“We are thrilled to welcome Vicki to our Board of Directors. She brings a tremendous amount of oncology commercial leadership experience to our Board as we advance our late stage programs,” said Mike Sherman, President and Chief Executive Officer of Chimerix. “The diversity of Vicki’s capabilities across every aspect of the commercial process, including multiple experiences building commercial organizations will be valuable to Chimerix as we grow into a fully integrated biotechnology company.”

I am delighted to be joining the Chimerix Board of Directors at this exciting stage of the company’s development. I look forward to working with my fellow directors to guide Chimerix as we strive to bring life-saving therapies to patients battling cancer and other serious diseases,” said Ms. Vakiener.

At Epizyme, Ms. Vakiener leads the company’s commercial efforts and has overseen the successful launch of Tazemetostat in two indications. During her more than 20 years of experience in oncology, Ms. Vakiener has held positions of leadership across Johnson & Johnson’s pharmaceuticals and diagnostics businesses. Most recently, Ms. Vakiener was the Vice President and Oncology Global Commercial Leader for Prostate Cancer at Janssen and led a cross-functional team to develop and execute the global commercial strategy for its portfolio of late stage and early pipeline compounds. She also previously served as the Vice President of Oncology Marketing at Janssen Oncology U.S., where she directed all marketing activities for ZYTIGA[®], IMBRUVICA[®], DARZALEX[®] and YONDELIS[®] and drove launch planning for ERLEADA[®] and ZEJULA[®].

Ms. Vakiener received a B.S. in Biochemistry from Albright College.

About Chimerix

Chimerix is a development-stage biopharmaceutical company dedicated to accelerating the advancement of innovative medicines that make a meaningful impact in the lives of patients living with cancer and other serious diseases. Our three most advanced clinical-stage development programs are BCV, ONC201 and DSTAT. BCV is an antiviral drug candidate developed as a potential medical countermeasure for smallpox and is currently under review for regulatory approval in the United States. ONC201 is currently in a registrational clinical program for recurrent H3 K27M-mutant glioma and a confirmatory response rate assessment is expected later this year. DSTAT is in development as a potential first-line therapy in acute myeloid leukemia and as a potential treatment for acute lung injury in hospitalized COVID-19 patients.

Forward Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995 that are subject to risks and uncertainties that could cause actual results to differ materially from those projected. Forward-looking statements include those relating to, among other things, Chimerix’s growth and development. Among the factors and risks that could cause actual results to differ materially from those indicated in the forward-looking statements are risks that the current Phase 2 clinical trial data for ONC201 will not support accelerated, or any, regulatory approval; the anticipated benefits of the acquisition of Oncoceutics may not be realized; BCV may not obtain regulatory approval from the FDA or such approval may be delayed or conditioned; risks that Chimerix will not obtain a procurement contract for BCV in smallpox in a timely manner or at all; Chimerix’s reliance on a sole source third-party manufacturer for drug supply; risks that ongoing or future trials may not be successful or replicate previous trial results, or may not be predictive of real-world results or of results in subsequent trials; risks and uncertainties relating to competitive products and technological changes that may limit demand for our drugs; risks that our drugs may be precluded from commercialization by the proprietary rights of third parties; and additional risks set forth in the Company’s filings with the Securities and Exchange Commission. These forward-looking statements represent the Company’s judgment as of the date of this release. The Company disclaims, however, any intent or obligation to update these forward-looking statements.

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