

**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): January 19, 2022

ANNEXON, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-39402
(Commission
File Number)

27-5414423
(IRS Employer
Identification No.)

**1400 Sierra Point Parkway, Bldg C, Suite 200
Brisbane, California 94005**
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (650) 822-5500

Not Applicable

(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:

- 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	ANNX	The Nasdaq Stock 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 January 19, 2022, the Board of Directors (the “Board”) of Annexon, Inc. (the “Company”) appointed Bettina M. Cockroft, M.D., to the Board, effectively immediately. Dr. Cockroft will serve as a Class III director with a term expiring at the 2023 annual meeting of stockholders and until her successor has been elected and qualified.

Pursuant to the Company’s non-employee director compensation program, as a non-employee director, Dr. Cockroft will receive (i) a \$35,000 annual retainer for her service on the Board, (ii) an automatic initial grant of a stock option to purchase 20,000 shares of Common Stock under the Company’s 2020 Incentive Award Plan and (iii) on the date of each annual stockholder meeting, an automatic grant of a stock option to purchase 10,000 shares of Common Stock under the Company’s 2020 Incentive Award Plan. The foregoing description is qualified in its entirety by reference to the text of the Company’s non-employee director compensation program, the form of which was filed as Exhibit 10.12 to the Company’s Registration Statement on Form S-1 filed with the U.S. Securities and Exchange Commission (the “SEC”) on July 20, 2020.

In addition, Dr. Cockroft will enter into the Company’s standard indemnification and advancement agreement for directors and executive officers, the form of which was filed as Exhibit 10.12 to the Company’s Registration Statement on Form S-1 filed with the SEC on July 2, 2020.

Item 7.01. Regulation FD Disclosure.

A copy of the Company’s press release, dated January 20, 2022, announcing the appointment of Dr. Cockroft to the Board is furnished as Exhibit 99.1 hereto and is incorporated by reference herein.

The information in this Item 7.01, including the exhibit hereto, shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section 11 and 12(a)(2) of the Securities Act of 1933, as amended. The information contained herein and in the accompanying exhibit shall not be incorporated by reference into any filing with the SEC made by the Company, whether made before or after the date hereof, regardless of any general incorporation language in such filing.

Item 9.01. Financial Statements and Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated January 20, 2022.
104	Cover Page Interactive Data File, formatted in inline XBRL.

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.

Dated: January 20, 2022

Annexon, Inc.

By: /s/ Jennifer Lew

Jennifer Lew

Executive Vice President and Chief Financial Officer



Annexon Biosciences Appoints Bettina M. Cockroft, M.D. to its Board of Directors

BRISBANE, Calif., January 20, 2022 - [Annexon, Inc.](#) (“Annexon”) (Nasdaq: ANNX), a clinical-stage biopharmaceutical company developing a new class of complement medicines for patients with classical complement-mediated autoimmune, neurodegenerative, and ophthalmic disorders, today announced the appointment of biotech executive Bettina M. Cockroft, M.D., senior vice president and chief medical officer of Sangamo Therapeutics, Inc., to the company’s board of directors.

“We are very pleased to welcome Bettina to the Annexon board of directors, as she brings extensive experience leading clinical organizations with a focus on neurodegenerative and movement disorders,” said Douglas Love, Esq., president and chief executive officer of Annexon. “This is an exciting period for Annexon, and Bettina’s expertise will be invaluable as we work toward advancing our novel complement-focused therapies for patients in need.”

“Annexon has built an impressive pipeline of therapies for patients with classical complement-mediated disorders in the body, brain, and eye,” said Dr. Cockroft. “The data generated across the pipeline to-date, including in two very challenging indications like Guillain–Barré Syndrome (GBS) and Huntington’s Disease (HD), is promising, and with multiple data readouts anticipated over the next two years, I am excited to partner with the board and senior management team to bring forward important therapies that address complement-mediated diseases.”

Dr. Cockroft joins the Annexon board of directors with nearly 20 years of experience in senior management roles in the biopharmaceutical industry and has worked across multiple therapeutic areas and led programs in several countries. Dr. Cockroft has served as senior vice president and chief medical officer of Sangamo since September 2019 and oversees all clinical development activities and operations. Prior to Sangamo, Dr. Cockroft served on the senior leadership team at Cytokinetics, Inc., where she was responsible for clinical development of fast skeletal muscle troponin activators in diseases such as amyotrophic lateral sclerosis and spinal muscular atrophy. Before that, Dr. Cockroft served as chief medical officer of Auris Medical AG, where she led and grew the clinical development team responsible for two Phase 3 programs. Dr. Cockroft also held roles of increasing responsibility at Merck Serono S.A., Novartis Consumer Health and Menarini Ricerche earlier in her career. Dr. Cockroft earned her MBA at MIT Sloan School of Management and her M.D. from the University of Genova.

About Annexon

Annexon (Nasdaq: ANNX) is a clinical-stage biopharmaceutical company developing a new class of complement medicines for patients with classical complement-mediated autoimmune, neurodegenerative, and ophthalmic disorders of the body, brain, and eye. The company’s pipeline is based on its platform technology addressing a broad spectrum of well-researched classical complement-mediated autoimmune and neurodegenerative diseases triggered by aberrant activation of C1q, the initiating molecule of the classical complement pathway. Annexon is advancing a portfolio of innovative product candidates designed to block the activity

of C1q and the entire classical complement pathway: ANX005 (intravenous administration), ANX007 (intravitreal administration), and ANX009 (subcutaneous administration). Annexon is deploying a disciplined, biomarker-driven strategy designed to improve the probability of technical success of its portfolio. For more information, visit www.annexonbio.com.

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