

OSIRIS THERAPEUTICS, INC.

FORM 8-K (Current report filing)

Filed 02/10/17 for the Period Ending 02/07/17

Address	7015 ALBERT EINSTEIN DRIVE COLUMBIA, MD 21046
Telephone	443-545-1819
CIK	0001360886
Symbol	OSIR
SIC Code	2836 - Biological Products, Except Diagnostic Substances
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	12/31

**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): **February 7, 2017**

OSIRIS THERAPEUTICS, INC.

(Exact name of Registrant as specified in its charter)

Maryland
(State or other jurisdiction of incorporation)

001-32966
(Commission File Number)

71-0881115
(IRS Employer Identification No.)

7015 Albert Einstein Drive, Columbia, Maryland
(Address of principal executive offices)

21046
(Zip Code)

Registrant's telephone number, including area code: **(443) 545-1800**

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

Appointment of Independent Directors

On February 7, 2017, the Board appointed Messrs. Uwe Sommer and Thomas J. Knapp as independent directors. Messrs. Sommer and Knapp will stand for re-election at the 2017 Annual Meeting of Stockholders. Mr. Sommer and Mr. Knapp have been appointed to serve as members of the Nominating Committee and the Compensation Committee. Each of Mr. Sommer and Mr. Knapp will be entitled to receive the compensation received by Board members under the Company's standard compensation policy and practices.

There is no arrangement or understanding between either Mr. Sommer or Mr. Knapp and any other person pursuant to which either was selected as a director. Neither Mr. Sommer nor Mr. Knapp has any direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

A copy of the press release issued by the Company to announce the appointment Mr. Sommer and Mr. Knapp to the Board is included as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

See Exhibit Index attached hereto.

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.

OSIRIS THERAPEUTICS, INC.

By: /s/ GREGORY I. LAW
Gregory I. Law
Chief Financial Officer

Date: February 10, 2017

Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release, dated February 10, 2017



Osiris Appoints Uwe Sommer and Thomas Knapp to its Board of Directors

COLUMBIA, Md. — February 10, 2017 - Osiris Therapeutics, Inc. (NASDAQ: OSIR) is pleased to announce that its Board of Directors, at a Board Meeting on February 7th, 2017, confirmed the appointment of Messrs. Uwe Sommer and Thomas J. Knapp as directors, upon recommendation of the Nominating Committee, and each will stand for election at the Company's 2017 Stockholders Meeting. Mr. Sommer and Mr. Knapp each join Osiris as independent Board members.

"We are pleased to have Mr. Sommer and Mr. Knapp join Osiris at this important time," said Peter Friedli, Chairman of the Board. "Both gentlemen have extensive and diverse business experience, and their contributions will be greatly appreciated."

Mr. Sommer is a highly experienced leader in global marketing and sales, managing distribution in markets including Europe, Japan, the Middle East, Africa, and the United States. Mr. Sommer has held executive roles with Johnson & Johnson, Lindt & Sprüngli, Mars, Inc., and Procter & Gamble. Mr. Sommer has degrees in Economics from University Kiel (Germany) and Marketing and Economics from Penn State University.

Mr. Knapp has over 25 years of corporate and large legal firm experience with regulated industries, with experience including Federal and State regulatory matters, Federal government affairs, risk management, compliance, litigation, complex commercial transactions, and corporate governance. Mr. Knapp is presently Interim General Counsel and Corporate Secretary with Galena Biopharma, Inc., prior to which his experience includes serving as EVP, Chief Legal Officer, and Corporate Secretary of Sucampo Pharmaceuticals, Inc., as Vice President, General Counsel and Corporate Secretary at NorthWestern Corporation, and in senior in-house attorney positions at The Boeing Company and The Burlington Northern & Santa Fe Railway Company.

About Osiris Therapeutics

Osiris Therapeutics, Inc., based in Columbia, Maryland, is a leader in researching, developing and marketing cellular regenerative medicine products that improve the health and lives of patients and lower overall healthcare costs. Having developed the world's first approved stem cell drug, Osiris works to further advance the medical field. Osiris' research and development in biotechnology focuses on innovation in regenerative medicine — including bioengineering, stem cell research and viable tissue based products. Osiris has achieved commercial success with products in orthopaedics, sports medicine and wound care, including BIO⁴[®], a viable bone matrix, Cartiform[®], a viable osteochondral allograft, Grafix[®], a cryopreserved placental membrane, and Stravix[®], a durable placental allograft. Osiris, Grafix, Cartiform, and Stravix are trademarks of Osiris Therapeutics, Inc. BIO⁴ is a registered trademark of Howmedica Osteonics Corp. More information can be found on the company's website, www.osiris.com. (OSIR-G)

For additional information, please contact:

Diane Savoie
 Osiris Therapeutics, Inc.
 (443) 545-1839
OsirisPR@Osiris.com

7015 Albert Einstein Drive • Columbia, Maryland 21046 • Ph 443.545.1800 • Fax 443.545.1701 • www.Osiris.com
