

**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: January 4, 2022

Anylam Pharmaceuticals, Inc.

Delaware
(State or Other Jurisdiction
of Incorporation)

001-36407
(Commission
File Number)

77-0602661
(IRS Employer
Identification No.)

**675 West Kendall Street,
Henri A. Termeer Square
Cambridge, Massachusetts**
(Address of Principal Executive Offices)

02142
(Zip Code)

Registrant's telephone number, including area code: (617) 551-8200

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 (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))

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, \$0.01 par value per share	ALNY	The Nasdaq Stock Market LLC

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

(c)

On January 4, 2022, Alnylam Pharmaceuticals, Inc. (the “Company”) announced that its Board of Directors (the “Board”) appointed Akshay K. Vaishnav, M.D., Ph.D., the Company’s current President, Research and Development, as President effective January 1, 2022. As previously announced, Yvonne L. Greenstreet, MBChB, MBA, the Company’s former President and Chief Operating Officer, was appointed Chief Executive Officer effective January 1, 2022.

Dr. Vaishnav, age 59, has served as the Company’s President, Research and Development since March 2018, was Executive Vice President of Research and Development from December 2014 to March 2018 and was Chief Medical Officer from June 2011 to December 2016. He served as Executive Vice President from June 2012 to December 2014 and prior to that as Senior Vice President from June 2011 to June 2012. He served as Senior Vice President, Clinical Research from December 2008 to June 2011, and prior to that served as Vice President, Clinical Research from the time he joined the Company in January 2006. From December 1998 through December 2005, Dr. Vaishnav held various positions at Biogen Inc., a biopharmaceutical company, including Senior Director, Translational Medicine. Dr. Vaishnav serves as a director of Editas Medicine, Inc. and Scholar Rock Holding Corporation.

Effective with his appointment as President, for the 2022 performance year, Dr. Vaishnav will receive an annual base salary of \$725,000 and will continue to have a target bonus of 60% of his base salary.

In connection with his appointment as President, the People, Culture and Compensation Committee of the Board approved the grant, effective as of December 31, 2021 (“Grant Date”), to Dr. Vaishnav of non-qualified stock options having a Grant Date fair value of \$2,000,000 as determined in accordance with Financial Accounting Standards Board, Accounting Standards Codification, Topic 718, of stock options granted under the Company’s equity plans. The stock options will have a ten-year term and an exercise price equal to the closing price of the Company’s common stock on the Nasdaq Global Select Market on the Grant Date. The stock option will vest over a four-year period with 25% of the award vesting on the first anniversary of the Grant Date and then an additional 6.25% of the award vesting at the end of each three-month period thereafter until the fourth anniversary of the Grant Date.

Item 7.01. Regulation FD Disclosure

On January 4, 2022, the Company issued a press release announcing the promotion of Dr. Vaishnav to President. A copy of this press release is furnished as Exhibit 99.1 to this Report on Form 8-K.

The information in this Item 7.01 and Exhibit 99.1 attached hereto is intended to be furnished and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

- 99.1 [Press Release dated January 4, 2022 furnished herewith.](#)
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

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.

ALNYLAM PHARMACEUTICALS, INC.

Date: January 4, 2022

By: /s/ Jeffrey V. Poulton

Jeffrey V. Poulton

Executive Vice President, Chief Financial Officer

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Alnylam Announces Promotion of Dr. Akshay Vaishnav to President

– Consistent Scientific Leadership Focused on Sustainable Innovation –

CAMBRIDGE, Mass., January 4, 2022 – [Alnylam Pharmaceuticals, Inc.](#) (Nasdaq: ALNY), the leading RNAi therapeutics company, today announced that Akshay Vaishnav, M.D., Ph.D. has been appointed President. Dr. Vaishnav joined Alnylam in 2006 as Vice President, Clinical Research with roles of increasing responsibility, ultimately serving as President of Research and Development (R&D). In this new role, Dr. Vaishnav will serve as the key scientific leader of Alnylam and will advance the Company's R&D strategy focused on sustainable innovation.

"Akshay has been at the helm of driving the science and innovation at Alnylam for the past 16 years, and that effort has yielded an entirely new class of medicines. In this newly expanded role, Akshay will become the Company's key scientific leader, focused on advancing our R&D engine which is the lifeblood of how we have and will continue to drive our research and development programs into transformative medicines," said Yvonne Greenstreet, MBChB, Chief Executive Officer at Alnylam. "This promotion is a testament that science will remain at the heart of our company and continue to enable us to deliver long term value. We are fortunate to have such a talented and capable scientific leader helping us achieve our *Alnylam P5x25* goals."

"It has been the pleasure of my career to support Alnylam becoming a multi-product, global organization with a deep and rich pipeline," said Dr. Vaishnav. "We are excited about the opportunity for RNAi therapeutics in rare and common diseases utilizing liver and extrahepatic delivery to realize the greatest potential for this new class of medicines in human health. I'm thrilled to continue delivering sustainable innovation and participate in building Alnylam for the future."

Dr. Vaishnav joined Alnylam in 2006 as Vice President, Clinical Research and has then subsequently served in various R&D roles with increasing responsibility. Dr. Vaishnav most recently served as the President of R&D. Prior to 2006, he was at Biogen as Senior Director, Translational Medicine. Dr. Vaishnav received his M.D. from the University of Wales College of Medicine, U.K., and Ph.D. from the University of London, U.K., in Molecular Immunology. He is a Fellow of the Royal College of Physicians, U.K. Dr. Vaishnav is a member of the Board of Directors for Editas Medicine Inc. and Scholar Rock Inc. From 2014-2018, he served as a Board member of Visterra, Inc.

About RNAi Therapeutics

RNAi (RNA interference) is a natural cellular process of gene silencing that represents one of the most promising and rapidly advancing frontiers in biology and drug development today. Its discovery has been heralded as “a major scientific breakthrough that happens once every decade or so,” and was recognized with the award of the 2006 Nobel Prize for Physiology or Medicine. By harnessing the natural biological process of RNAi occurring in our cells, Alnylam developed a new class of medicines known as RNAi therapeutics is now a reality. Small interfering RNA (siRNA), the molecules that mediate RNAi and comprise Alnylam’s RNAi therapeutic platform, function upstream of today’s medicines by potently silencing messenger RNA (mRNA) – the genetic precursors – that encode for disease-causing or disease pathway proteins, thus preventing them from being made. This is a revolutionary approach with the potential to transform the care of patients with genetic and other diseases.

About Alnylam Pharmaceuticals

Alnylam (Nasdaq: ALNY) is leading the translation of RNA interference (RNAi) into a whole new class of innovative medicines with the potential to transform the lives of people afflicted with rare genetic, cardio-metabolic, hepatic infectious, and central nervous system (CNS)/ocular diseases. Based on Nobel Prize-winning science, RNAi therapeutics represent a powerful, clinically validated approach for the treatment of a wide range of severe and debilitating diseases. Founded in 2002, Alnylam is delivering on a bold vision to turn scientific possibility into reality, with a robust RNAi therapeutics platform. Alnylam’s commercial RNAi therapeutic products are ONPATTRO® (patisiran), GIVLAARI® (givosiran), and OXLUMO® (lumasiran), as well as Leqvio® (inclisiran), with Alnylam’s partner Novartis, which has obtained global rights to develop, manufacture and commercialize inclisiran under a license and collaboration agreement. Alnylam has a deep pipeline of investigational medicines, including six product candidates that are in late-stage development. Alnylam is executing on its “Alnylam P5x25” strategy to deliver transformative medicines in both rare and common diseases benefiting patients around the world through sustainable innovation and exceptional financial performance, resulting in a leading biotech profile. Alnylam is headquartered in Cambridge, MA. For more information about our people, science and pipeline, please visit www.alnylam.com and engage with us on Twitter at [@Alnylam](https://twitter.com/Alnylam), on [LinkedIn](https://www.linkedin.com/company/alnylam), or on [Instagram](https://www.instagram.com/alnylam).

Alnylam Forward Looking Statements

Various statements in this release concerning Alnylam’s expectations, plans, aspirations, and goals, including those related to the opportunity for RNAi therapeutics in rare and common diseases utilizing liver and extrahepatic delivery to realize the greatest potential for this new class of medicines in human health, Alnylam’s aspiration to become a leading biotech company, and the planned achievement of its “Alnylam P5x25” strategy, constitute forward-looking statements for the purposes of the safe harbor provisions under The Private Securities Litigation Reform Act of 1995. Actual results and future plans may differ materially from those indicated by these forward-looking statements as a result of various important risks, uncertainties and other factors, including, without limitation: the direct or indirect impact of the COVID-19 global pandemic or any future pandemic on Alnylam’s business, results of operations and financial condition and the effectiveness or timeliness of Alnylam’s efforts to mitigate the impact of the pandemic; the potential impact of the planned leadership transition at year end on Alnylam’s ability to attract and

retain talent and to successfully execute on its “Alnylam P5x25” strategy; Alnylam’s ability to discover and develop novel drug candidates and delivery approaches and successfully demonstrate the efficacy and safety of its product candidates; the pre-clinical and clinical results for its product candidates; actions or advice of regulatory agencies and Alnylam’s ability to obtain and maintain regulatory approval for its product candidates, as well as favorable pricing and reimbursement; successfully launching, marketing and selling its approved products globally; delays, interruptions or failures in the manufacture and supply of its product candidates or its marketed products; obtaining, maintaining and protecting intellectual property; Alnylam’s ability to successfully expand the indication for ONPATTRO (and potentially vutrisiran, if approved) in the future; Alnylam’s ability to manage its growth and operating expenses through disciplined investment in operations and its ability to achieve a self-sustainable financial profile in the future without the need for future equity financing; Alnylam’s ability to maintain strategic business collaborations; Alnylam’s dependence on third parties for the development and commercialization of certain products, including Novartis, Regeneron and Vir; the outcome of litigation; the potential impact of a current government investigation and the risk of future government investigations; and unexpected expenditures; as well as those risks more fully discussed in the “Risk Factors” filed with Alnylam’s most recent Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission (SEC) and in its other SEC filings. In addition, any forward-looking statements represent Alnylam’s views only as of today and should not be relied upon as representing its views as of any subsequent date. Alnylam explicitly disclaims any obligation, except to the extent required by law, to update any forward-looking statements.