

**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): September 4, 2019

WAVE LIFE SCIENCES LTD.

(Exact name of registrant as specified in its charter)

Singapore
(State or other jurisdiction
of incorporation)

001-37627
(Commission
File Number)

00-0000000
(IRS Employer
Identification No.)

7 Straits View #12-00, Marina One
East Tower
Singapore
(Address of principal executive offices)

018936
(Zip Code)

Registrant's telephone number, including area code: +65 6236 3388

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))

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.

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

Title of each class	Trading symbol	Name of each exchange on which registered
\$0 Par Value Ordinary Shares	WVE	The Nasdaq Global Market

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On September 4, 2019, the Board of Directors (the “Board”) of Wave Life Sciences Ltd. (the “Company”), upon the recommendation of the Nominating and Corporate Governance Committee of the Board, appointed Amy Pott, Heidi L. Wagner, JD, and Mark H. N. Corrigan, MD to serve as directors of the Company beginning on September 4, 2019, until the Company’s 2020 Annual General Meeting of Shareholders, or until his or her earlier resignation, retirement, removal or death.

The Board has determined that each of Ms. Pott, Ms. Wagner, and Dr. Corrigan is an “independent director” as defined under the listing requirements and rules of the Nasdaq Stock Market. There are no arrangements or understandings between each of Ms. Pott, Ms. Wagner, and Dr. Corrigan, respectively, and any other person pursuant to which they were appointed as a director, nor are there any transactions between each of Ms. Pott, Ms. Wagner, and Dr. Corrigan, respectively, and the Company that would be reportable under Item 404(a) of Regulation S-K promulgated by the Securities and Exchange Commission.

Upon the appointments of Ms. Pott, Ms. Wagner, and Dr. Corrigan to the Board on September 4, 2019 and in accordance with the Company’s 2019 non-employee director compensation policy, the terms of which were disclosed in the Company’s proxy statement filed on June 26, 2019 and approved by the Company’s shareholders on August 15, 2019, each new director received a non-qualified share option to purchase 21,000 ordinary shares of the Company and became entitled to receive cash compensation for their Board service.

Item 8.01 Other Events.

On September 5, 2019, the Company issued a press release announcing the appointments to its Board of Directors. The information in the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release issued by Wave Life Sciences Ltd. dated September 5, 2019
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

WAVE LIFE SCIENCES LTD.

By: /s/ Paul B. Bolno, M.D.
Paul B. Bolno, M.D.
President and Chief Executive Officer

Date: September 5, 2019



Wave Life Sciences Expands Board of Directors with Three New Appointments

New independent directors bring deep expertise in drug development, commercial operations and government affairs

CAMBRIDGE, Mass., September 5, 2019 – Wave Life Sciences Ltd. (Nasdaq: WVE), a clinical-stage genetic medicines company committed to delivering life-changing treatments for people battling devastating diseases, today announced the appointment of Amy Pott, Heidi L. Wagner, JD, and Mark H. N. Corrigan, MD, to its Board of Directors. These new independent directors deepen the Board’s expertise in clinical development, product commercialization, and government and payor relations as the company advances its clinical and preclinical pipeline and further develops PRISM™, its proprietary discovery and drug development platform. They will also provide strategic guidance on the company’s ongoing preparations for the potential U.S. launch of suvodirsén for the treatment of boys with Duchenne muscular dystrophy who are amenable to exon 51 skipping.

“We are excited to expand our board with varying strategic and operational expertise from across the life sciences industry and provide additional perspectives on advancing Wave’s broad pipeline, evolving PRISM and achieving the goal of delivering transformational medicines for rare, genetically-defined diseases,” said Christian Henry, Chair of the Board of Directors of Wave Life Sciences. “Increasingly, the company’s conversations are focused on late-stage clinical development, commercialization and market access strategies and capabilities. Amy, Heidi and Mark bring a wealth of experience that will help us translate Wave’s innovative science into meaningful improvements for families around the world.”

Amy Pott

Ms. Pott has held leadership roles of increasing responsibility at biopharmaceutical companies primarily focused in rare disease and specialized conditions, and today serves as President, North America, for Swedish Orphan Biovitrum, also known as SOBI. She previously served as Group Vice President, US Franchise Head, Internal Medicine and Oncology at Shire Plc, and Vice President, Global Market Access and Vice President, Strategy, Planning and Analytics at Baxalta, Inc. Ms. Pott brings deep commercial expertise, having launched multiple products in rare diseases worldwide, as well as being responsible for sales, marketing, market access, analytics, strategic planning and training functions while in a variety of commercial roles. Earlier in her career, Ms. Pott focused in the payor, as well as access and reimbursement, spheres of the healthcare industry, with roles at the National Institute for Health and Care Excellence (NICE) and Baxter Healthcare Corporation.

“I am excited to be joining Wave’s Board of Directors at such a transformational time, when the company is preparing for its first potential commercial launch in the U.S.,” said Ms. Pott. “I look forward to sharing insights from my launch experiences and providing guidance to the team to help bring suvodirsén to the exon 51 amenable Duchenne community.”

Heidi L. Wagner, JD

Ms. Wagner currently serves as Senior Vice President, Government Affairs and Policy at Global Blood Therapeutics, Inc., and has also held government affairs leadership roles at multiple biotechnology companies, including Alexion Pharmaceuticals, Inc. and Genentech, Inc. While at Alexion, she successfully led funding negotiations and global payor strategy in support of the company’s rare disease portfolio. She has been responsible for all aspects of government affairs at different points in her career, including directing a broad portfolio of legislative and regulatory policy issues at international, national and local levels, and overseeing discussions relating to pricing, reimbursement and patient access, as well as patient advocacy.

“In the healthcare industry, it is not enough to successfully develop innovative medicines – we then need to ensure that all patients who can benefit from these medicines are able to receive them,” said Ms. Wagner. “With Wave’s focus in rare and genetically-defined diseases, comprehensive access solutions and productive payor conversations will be especially important. I look forward to advising the company on these critical matters.”

Mark H. N. Corrigan, MD

Dr. Corrigan has held executive positions and board roles at multiple biopharmaceutical companies, and currently serves as the Chief Executive Officer of Corveio Pharma Corp. In 2015, Dr. Corrigan co-founded Tremeau Pharmaceuticals, and also served as its President of Research & Development until 2019. He was previously President and CEO at Zalicus, Inc., Executive Vice President of Research & Development at Sepracor and Group Vice President, Clinical Research and Experimental Medicine at Pharmacia Corp. He has personally led discovery and development efforts for multiple novel therapeutic approaches, overseen the submission of successful New Drug Applications as well as international dossiers to support marketing authorizations, and has raised substantial capital through the public markets to fund research, development and company operations. He is board certified in psychiatry and neurology and began his career as an Adjunct Professor in the Department of Psychiatry at the University of North Carolina. Dr. Corrigan has had several board roles prior to Wave, including with Nabriva Therapeutics, BlackThorn Therapeutics, Colucid Pharmaceuticals and Cubist Pharmaceuticals, Inc.

“Throughout my career, I have been drawn to opportunities to make an impact for people living with devastating diseases, and have followed the science towards novel therapeutic approaches,” said Dr. Corrigan. “I am honored to now have the opportunity to advise Wave in the advancement of its stereopure oligonucleotide approach through discovery, development and commercialization.”

About PRISM™

PRISM is Wave Life Sciences’ proprietary discovery and drug development platform that enables genetically defined diseases to be targeted with stereopure oligonucleotides across multiple therapeutic modalities. PRISM combines the company’s unique ability to construct stereopure oligonucleotides with a deep understanding of how the interplay among oligonucleotide sequence, chemistry and backbone stereochemistry impacts key pharmacological properties. By exploring these interactions through iterative analysis of *in vitro* and *in vivo* outcomes and artificial intelligence-driven predictive modeling, the company continues to define design principles that are deployed across programs to rapidly develop and manufacture clinical candidates that meet pre-defined product profiles.

About Wave Life Sciences

Wave Life Sciences (NASDAQ: WVE) is a clinical-stage genetic medicines company committed to delivering life-changing treatments for people battling devastating diseases. Wave aspires to develop best-in-class medicines across multiple therapeutic modalities using PRISM, the company’s proprietary discovery and drug development platform that enables the precise design, optimization and production of stereopure oligonucleotides. Driven by a resolute sense of urgency, the Wave team is targeting a broad range of genetically defined diseases so that patients and families may realize a brighter future. To find out more, please visit www.wavelifesciences.com and follow Wave on Twitter @WaveLifeSci.

Forward-Looking Statements

This press release contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended, including, without limitation, references to the company’s first potential commercial launch of suvodirsen for the treatment of boys with Duchenne muscular dystrophy who are amenable to exon 51 skipping; the anticipated strategic guidance and assistance that the company’s new directors will provide to help Wave translate its innovative science into meaningful improvements for families and to launch suvodirsen; the expectation that comprehensive access solutions and productive payor conversations will be important for Wave’s commercial success. The words “may,” “will,” “could,” “would,” “should,” “expect,” “plan,” “anticipate,” “intend,” “believe,” “estimate,” “predict,” “project,” “potential,” “continue,” “target” and similar expressions are intended to identify forward-looking

statements, although not all forward-looking statements contain these identifying words. Any forward-looking statements in this press release are based on management's current expectations and beliefs and are subject to a number of risks, uncertainties and important factors that may cause actual events or results to differ materially from those expressed or implied by any forward-looking statements contained in this press release. These risks and uncertainties include but are not limited to the following: Wave's current and planned clinical trials, other studies for suvodirsen and Wave's other product candidates may not be successful or may take longer and be more costly than anticipated; product candidates that appeared promising in earlier research and clinical trials may not demonstrate safety and/or efficacy in later-stage or larger-scale clinical trials; and the other risk factors discussed under the heading "Risk Factors" contained in Wave's Annual Report on Form 10-K for the year ended December 31, 2018 filed with the Securities and Exchange Commission (SEC), as well as in other filings Wave makes with the SEC from time to time. All statements contained in this press release are made only as of the date of this press release, and Wave undertakes no obligation to update the information contained in this press release to reflect subsequently occurring events or circumstances.

Investor Contact:

Kate Rausch
617-949-4827
krausch@wavelifesci.com

Media Contact:

Alicia Suter
617-949-4817
asuter@wavelifesci.com