

CERUS CORP  
Form 8-K  
April 30, 2009

**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): April 24, 2009

**CERUS CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation)

**0-21937**  
(Commission File No.)  
**2411 Stanwell Drive**

**68-0262011**  
(IRS Employer Identification No.)

**Concord, California 94520**

(Address of principal executive offices and zip code)

Registrant's telephone number, including area code: (925) 288-6000

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))

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.. 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.**

*(c) Appointment of New Principal Financial Officer*

On April 24, 2009, the Board of Directors (the *Board*) of Cerus Corporation (the *Company*) appointed Kevin D. Green, to serve as the *Company's* principal financial officer effective as of May 1, 2009. Mr. Green, age 37, was recently appointed as the *Company's* Chief Accounting Officer on March 14, 2009. Prior to that, Mr. Green had served as the *Company's* Senior Director of Finance and Controller since January 2006. From 2000 until 2006, Mr. Green held various financial management positions with Macromedia, Inc., a software company acquired by Adobe Systems in 2005, including Director of Finance and Assistant Controller. Prior to joining Macromedia, Mr. Green was a member of PricewaterhouseCoopers LLP in the Assurance and Business Advisory Services division. Mr. Green is a certified public accountant. There is no family relationship between Mr. Green and any executive officer or member of the Board. The change in Mr. Green's compensation and benefits as a result of his recent appointments as principal financial officer and Chief Accounting Officer has not yet been determined by the Compensation Committee.

*(e) Approval of New Form of Indemnity Agreement*

On April 24, 2009, the Board also approved a new standard form of indemnity agreement (the *Indemnity Agreement*) and authorized the *Company* to enter into the new *Indemnity Agreement* with each of the *Company's* directors, officers, employees and other agents. The new form of *Indemnity Agreement* provides that the *Company* will indemnify against any and all expenses of the indemnified person who incurred such expenses because of his or her status as a director, officer, employee or other agent, to the fullest extent permitted by the *Company's* bylaws and Delaware law. The new form of *Indemnity Agreement* is filed as Exhibit 10.41 hereto and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits**

10.41 Form of Indemnity Agreement, adopted April 24, 2009.

1.

**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.

**CERUS CORPORATION**

Dated: April 28, 2009

By: /s/ Howard G. Ervin  
Howard G. Ervin,  
Vice President, Legal Affairs

2.

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description</b>
10.41	Form of Indemnity Agreement, adopted April 24, 2009.

3.