

FIVE PRIME THERAPEUTICS INC

Form 8-K

March 14, 2014

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): **March 14, 2014**

Five Prime Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(state or other jurisdiction of
incorporation)

Two Corporate Drive

001-36070
(Commission File Number)

26-0038620
(I.R.S. Employer Identification
No.)

94080

South San Francisco, California
(Address of principal executive
offices)

(Zip Code)

Registrant's telephone number, including area code: **(415) 365-5600**

(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))

Item 7.01. Regulation FD Disclosure.

Five Prime Therapeutics, Inc. confirmed today that it is in late-stage negotiations with a third party with respect to a cancer immunotherapy discovery collaboration. There can be no assurance the Company will enter into any agreement.

Please refer to the Company's risk factors contained in its most recent filings with the Securities and Exchange Commission.

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.

Five Prime Therapeutics, Inc.

By: /s/ Francis W. Sarena
Francis W. Sarena
Senior Vice President, General Counsel &
Secretary

Dated: March 14, 2014