

**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, 2023

CRISPR THERAPEUTICS AG

(Exact name of Registrant as Specified in Its Charter)

Switzerland
(State or Other Jurisdiction
of Incorporation)

001-37923
(Commission File Number)

Not Applicable
(IRS Employer
Identification No.)

Baarerstrasse 14
6300 Zug, Switzerland
(Address of Principal Executive Offices)

Not Applicable
(Zip Code)

Registrant's Telephone Number, Including Area Code: 41 (0)41 561 32 77

(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:

- 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 Shares, nominal value CHF 0.03	CRSP	The Nasdaq Global Market

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.

On September 7, 2023, CRISPR Therapeutics AG (the “Company”) announced that Rodger Novak, M.D. tendered his resignation as President of the Company as well as a director and Chairman of the Company’s Board of Directors (the “Board”), and all such resignations to be effective as of September 15, 2023 (the “Resignation Date”). Dr. Novak indicated that such resignations were not the result of any dispute or disagreement with the Company or the Company’s Board on any matter relating to the operations, policies or practices of the Company.

Item 8.01 Other Events.

In connection with Dr. Novak’s resignation from the Board, the Board appointed Samarth Kulkarni, Ph.D., the Company’s Chief Executive Officer and a current member of the Board, as Chairman of the Board, effective as of the Resignation Date, and Dr. Kulkarni shall serve in such capacity for a term ending at the next annual general meeting of the Company’s shareholders. Dr. Kulkarni’s compensation arrangement with the Company will remain unchanged.

The full text of the press release announcing Dr. Novak’s resignation and Dr. Kulkarni’s appointment as Chairman is furnished as Exhibit 99.1 to this Current Report on Form 8-K and shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

The following exhibits shall be deemed to be furnished, and not filed:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release by CRISPR Therapeutics AG, dated September 7, 2023
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 thereunto duly authorized.

CRISPR Therapeutics AG

Date: September 7, 2023

By: /s/ Samarth Kulkarni
Samarth Kulkarni, Ph.D.
Chief Executive Officer

CRISPR Therapeutics Announces Leadership Transition

*-CRISPR Therapeutics co-founder, Rodger Novak, M.D., to step down as President and Chairman, effective September 15, 2023-
-Samarth Kulkarni, Ph.D., to succeed Dr. Novak as Chairman and will continue serving as CEO of the Company-*

ZUG, Switzerland and Boston, Mass., September 7, 2023 -- CRISPR Therapeutics (Nasdaq: CRSP), a biopharmaceutical company focused on creating transformative gene-based medicines for serious diseases, today announced that Rodger Novak, M.D., President and Chairman of the Board of CRISPR Therapeutics, has elected to leave CRISPR Therapeutics after nearly a decade of dedicated service to the Company. Dr. Novak's departure will be effective as of September 15, 2023. As of that date, Samarth Kulkarni, Ph.D., Chief Executive Officer of CRISPR Therapeutics, will succeed Dr. Novak as Chairman of the Board of CRISPR Therapeutics and will continue serving as CEO of the Company.

"Since co-founding CRISPR Therapeutics nearly 10 years ago, Rodger has played a critical role in charting the growth of the company, first as CEO, and subsequently as the Chairman of the Board," said Samarth Kulkarni, Ph.D., Chief Executive Officer of CRISPR Therapeutics. "He was instrumental in defining the business model of the company in its early days, establishing key collaborations, and shepherding the initial public offering and the early-stage development of exa-cel, our investigational therapy for severe sickle cell disease and transfusion-dependent beta thalassemia currently under regulatory review for commercial use. On behalf of my fellow board members, I want to thank Rodger for being a mentor to me and the management team, and for his dedicated commitment to CRISPR over the years."

"I am proud of the rapid innovation and the strong execution at CRISPR Therapeutics over the last few years, which have positioned us as the pre-eminent gene editing company and brought us to the cusp of what could be the first approval for a CRISPR-based medicine," said Rodger Novak, M.D., President and Chairman of the Board of CRISPR Therapeutics. "It has been extremely gratifying to be part of this journey. Having been with the company since inception and working closely with Sam for the past eight years, I am very happy to pass the baton to Sam, who has had a pivotal role in building CRISPR Therapeutics."

"On behalf of the entire Board, I want to thank Rodger for his leadership in guiding the company during a critical time in its journey," said Douglas Treco, Ph.D., Lead Independent Director of the CRISPR Therapeutics Board. "With outstanding management and a strong innovation engine, the Board is confident that CRISPR Therapeutics is on the right path to creating long-term value for shareholders and patients and continuing as the global leader in gene editing."

About CRISPR Therapeutics

CRISPR Therapeutics is a leading gene editing company focused on developing transformative gene-based medicines for serious diseases using its proprietary CRISPR/Cas9 platform. CRISPR/Cas9 is a revolutionary gene editing technology that allows for precise, directed changes to genomic DNA. CRISPR Therapeutics has established a portfolio of therapeutic programs across a broad range of disease areas including hemoglobinopathies, oncology, regenerative medicine and rare diseases. To accelerate and expand its efforts, CRISPR Therapeutics has established strategic partnerships with leading companies including Bayer, Vertex Pharmaceuticals and ViaCyte, Inc. CRISPR Therapeutics AG is headquartered in Zug, Switzerland, with its wholly-owned U.S. subsidiary, CRISPR Therapeutics, Inc., and R&D operations based

in Boston, Massachusetts and San Francisco, California, and business offices in London, United Kingdom. For more information, please visit www.crisprtx.com.

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Investor Contact:

Susan Kim
+1-617-315-4600
susan.kim@crisprtx.com

Media Contact:

Rachel Eides
+1-617-315-4493
rachel.eides@crisprtx.com
