

Aclaris Therapeutics, Inc.  
Form 8-K  
May 27, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): May 27, 2016

---

Aclaris Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of incorporation)

001-37581  
(Commission File Number)

46-0571712  
(IRS Employer  
Identification No.)

101 Lindenwood Drive, Suite 400

Malvern, PA 19355

Edgar Filing: Aclaris Therapeutics, Inc. - Form 8-K

(Address of principal executive offices, including zip code)

(484) 324-7933

(Registrant's telephone number, including area code)

N/A

(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))
-

Item 7.01 Regulation FD Disclosure.

On May 27, 2016, Aclaris Therapeutics, Inc. (the “Company”) issued a press release announcing a contemplated private placement of 1,081,082 shares of its common stock at a purchase price of \$18.50 per share (the “Private Placement”), which press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Neither this Current Report on Form 8-K nor any exhibit attached hereto is an offer to sell or the solicitation of an offer to buy shares of common stock or other securities of the Company.

In accordance with general instruction B.2 of Form 8-K, the information in this Item 7.01, including the press release furnished as an exhibit to this Current Report on Form 8-K, shall not be deemed to be “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.

Item 8.01 Other Events.

In connection with the Private Placement, the Company presented a presentation to investors and potential investors. A copy of the presentation is furnished as Exhibit 99.2 to this Current Report on Form 8-K, the contents of which are incorporated herein by reference. The information contained in this Current Report on Form 8-K speaks only as the date hereof. While the Company may elect to update the information in this Current Report on Form 8-K in the future, the Company disclaims any obligation to do so except to the extent required by applicable law.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| 7<br>Exhibit<br>No. | Description  |
|---------------------|--|
| 99.1                | Press release of Aclaris Therapeutics, Inc. dated May 27, 2016.  |
| 99.2                | Aclaris Therapeutics, Inc. Investor Presentation dated May 2016. |



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.

ACLARIS THERAPEUTICS, INC.

Date: May 27, 2016      By: /s/ Frank Ruffo  
Frank Ruffo  
Chief Financial Officer

EXHIBIT INDEX

| Exhibit<br>No. | Description  |
|----------------|--|
| 99.1           | Press release of Aclaris Therapeutics, Inc. dated May 27, 2016.  |
| 99.2           | Aclaris Therapeutics, Inc. Investor Presentation dated May 2016. |