

**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): July 26, 2022

Scholar Rock Holding Corporation
(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction of
Incorporation)

001-38501
(Commission File Number)

82-3750435
(I.R.S. Employer Identification
Number)

301 Binney Street, 3rd Floor, Cambridge, MA 02142
(Address of Principal Executive Offices) (Zip Code)

(857) 259-3860
(Registrant's telephone number, including area code)

(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 Stock, par value \$0.001 per share	SRRK	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). 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 July 26, 2022, the Board of Directors (the “Board”) of Scholar Rock Holding Corporation (the “Company”), upon the recommendation of its Nominating and Corporate Governance Committee, increased the size of the Board to nine (9) directors and subsequently appointed Srinivas Akkaraju to join the Board filling the vacancy created by the increase in the size of the Board. The Board determined that Dr. Akkaraju is independent under the listing standards of NASDAQ and the Company’s corporate governance guidelines. Dr. Akkaraju will serve as a Class I director with a term expiring at the annual meeting of stockholders to be held in 2025.

As a non-employee director, Dr. Akkaraju will receive cash compensation and an equity award for his Board service, in accordance with the Company’s non-employee director compensation policy, as amended from time to time. Dr. Akkaraju is not a party to any transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K, and there are no arrangements or understandings between Dr. Akkaraju and any other persons pursuant to which he was selected as a director. In addition, Dr. Akkaraju will enter into an indemnification agreement with the Company consistent with the form of the existing indemnification agreement entered into between the Company and its non-employee directors.

On July 26, 2022, the Company issued a press release announcing the appointment of Dr. Akkaraju to the Board. A copy of this press release is furnished as Exhibit 99.1 to this report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

[99.1 Press Release issued by the Company on July 26, 2022, furnished hereto.](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

Scholar Rock Holding Corporation

Date: July 26, 2022

By: /s/ Junlin Ho

Junlin Ho

General Counsel & Corporate Secretary

Scholar Rock Announces the Addition of Srinivas Akkaraju, M.D., Ph.D. to Its Board of Directors

CAMBRIDGE, Mass.—July 26, 2022— Scholar Rock (NASDAQ: SRRK), a Phase 3 clinical-stage biopharmaceutical company focused on the treatment of serious diseases in which protein growth factors play a fundamental role, today announced that Dr. Srinivas Akkaraju, Founder and Managing General Partner at Samsara BioCapital, has been appointed to Scholar Rock’s Board of Directors as an independent director.

With over two decades of fundamentals-based, long term investment experience in the biotechnology sector, Dr. Akkaraju will add valuable experience and insight to Scholar Rock’s Board of Directors as the company advances its late stage development pipeline and also invests in its robust discovery programs.

“We are thrilled to welcome Dr. Akkaraju to Scholar Rock’s Board of Directors as we continue to expand upon our diverse network of experienced biotechnology company-builders,” said Nagesh Mahanthappa, Ph.D., Founding Chief Executive Officer & President of Scholar Rock. “Dr. Akkaraju’s deep understanding of our scientific platform, our clinical programs and the complexities of the biotech capital markets, will be an invaluable addition to our Board as we work diligently to accelerate our highly innovative therapeutic candidate for spinal muscular atrophy through its Phase 3 clinical trial and begin planning for our first potential commercial launch.”

“I have always been passionate about supporting innovation that has transformative potential for patients and I am inspired by Scholar Rock’s mission and data-driven approach making use of its proprietary platform to modulate growth factors in the TGFβ superfamily to achieve differentiated pharmacology with huge therapeutic potential,” said Dr. Akkaraju. “I have been closely following Scholar Rock’s progress over several years, and I am looking forward to partnering with the Board and the executive leadership team as we continue advancing the company’s progress towards improving the current standard of care for a range of serious diseases.”

In 2017, Dr. Akkaraju founded Samsara BioCapital, where he currently serves as Managing General Partner. A biotech investment fund that recently invested in Scholar Rock’s completed registered direct offering, Samsara is focused on translating cutting-edge biology into new therapies to treat patients with unmet medical needs. Prior to Samara, Dr. Akkaraju held key strategic, leadership, operational, and advisory roles at various venture capital firms focusing on the biopharmaceutical and life science industries, including Sofinnova Investment, Inc., New Leaf Venture Partners, and Panorama Capital, LLC. Prior to co-founding Panorama Capital in 2005, he served as a Partner with J.P. Morgan Partners and advised on Business and Corporate Development at Genentech, Inc.

Dr. Akkaraju received his M.D. and a Ph.D. in Immunology from Stanford University and his undergraduate degrees in Biochemistry and Computer Science from Rice University. He also serves as a director of Chinook Therapeutics, Intercept Pharmaceuticals, Syros Pharmaceuticals, and Jiya Acquisition Corp. Previously, Dr. Akkaraju served as a director on the Boards of Seattle Genetics, Barrier Therapeutics, Eyetech Pharmaceuticals, ZS Pharma, Synageva Biopharma Corp., aTyr Pharma, and Amarin Corporation plc.

About Scholar Rock

Scholar Rock is a clinical-stage biopharmaceutical company focused on the discovery and development of innovative medicines for the treatment of serious diseases in which signaling by protein growth factors plays a fundamental role. Scholar Rock is creating a pipeline of novel product candidates with the potential to transform the lives of patients suffering from a wide range of serious diseases, including neuromuscular disorders, cancer, and fibrosis. Scholar Rock's approach to targeting the molecular mechanisms of growth factor activation enabled it to develop a proprietary platform for the discovery and development of monoclonal antibodies that locally and selectively target these signaling proteins at the cellular level. By developing product candidates that act in the disease microenvironment, the Company intends to avoid the historical challenges associated with inhibiting growth factors for therapeutic effect. Scholar Rock believes its focus on biologically validated growth factors may facilitate a more efficient development path. For more information, please visit www.ScholarRock.com or follow Scholar Rock on Twitter (@ScholarRock) and LinkedIn (<https://www.linkedin.com/company/scholar-rock/>). Investors and others should note that we communicate with our investors and the public using our company website www.scholarrock.com, including, but not limited to, company disclosures, investor presentations and FAQs, Securities and Exchange Commission filings, press releases, public conference call transcripts and webcast transcripts, as well as on Twitter and LinkedIn. The information that we post on our website or on Twitter or LinkedIn could be deemed to be material information. As a result, we encourage investors, the media and others interested to review the information that we post there on a regular basis. The contents of our website or social media shall not be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

Scholar Rock[®] is a registered trademark of Scholar Rock, Inc.

Forward-Looking Statements

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including, but not limited to, statements regarding Scholar Rock's future expectations, plans and prospects, including without limitation, Scholar Rock's expectations regarding its growth, strategy, and progress and indication selection and development timing, the ability of any individual to affect the growth, strategy, and progress of Scholar Rock, and the potential of its product candidates and proprietary platform. The use of words such as "may," "might," "could," "will," "should," "expect," "plan," "anticipate," "believe," "estimate," "project," "intend," "future," "potential," or "continue," and other similar expressions are intended to identify such forward-looking statements. All such forward-looking statements are based on management's current expectations of future events and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by such forward-looking statements. These risks and uncertainties include, without limitation, Scholar Rock's ability to provide the financial support, resources and expertise necessary to identify and develop product candidates on the expected timeline, the data generated from Scholar Rock's nonclinical and preclinical studies and clinical trials, and Scholar Rock's ability to manage expenses and to obtain additional funding when needed to support its business activities, as well as those risks more fully discussed in the section entitled "Risk Factors" in Scholar Rock's Quarterly Report on Form 10-Q for the quarter ended March 31, 2022, as well as discussions of potential risks, uncertainties, and other important factors in Scholar Rock's subsequent filings with the Securities and Exchange Commission. Any forward-looking statements represent Scholar Rock's views only as of today and should not be relied upon as representing its views as of any subsequent date. All information in this press release is as of the date of the release, and Scholar Rock undertakes no duty to update this information unless required by law.

Scholar Rock:

Investors

Rushmie Nofsinger

Scholar Rock

rnofsinger@scholarrock.com

ir@scholarrock.com

857-259-5573

Media

Ariane Lovell

Finn Partners

ariane.lovell@finnpartners.com

media@scholarrock.com

917-565-2204

Source: Scholar Rock
