

RIGEL PHARMACEUTICALS INC

Form 8-K

February 08, 2017

**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): **February 2, 2017**

**RIGEL PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation)

**0-29889**

(Commission File No.)

**94-3248524**

(IRS Employer Identification No.)

**1180 Veterans Boulevard**

**South San Francisco, CA**

(Address of principal executive offices)

**94080**

(Zip Code)

Registrant's telephone number, including area code: **(650) 624-1100**

**Not Applicable**

(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):

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e)

On February 2, 2017, the Compensation Committee (the Compensation Committee) of the Board of Directors (the Board) of Rigel Pharmaceuticals, Inc. (the Company) approved stock option grants to certain of the Company's officers (collectively, the Officers):

Name	Title	Stock Options
Raul Rodriguez	President and Chief Executive Officer	900,000
Ryan Maynard	Executive Vice President, Chief Financial Officer	300,000
Dolly Vance	Executive Vice President, Corporate Affairs, General Counsel and Secretary	300,000

The stock options vest as follows: 50% of the shares of common stock subject to the award vest in equal monthly installments over four years from the vesting commencement date of January 1, 2017; and 50% of the shares of common stock subject to the award vest based on the achievement of one or more performance conditions.

The Compensation Committee did not approve any changes to the salaries of the Officers.

On February 2, 2017, the Board approved the 2017 Cash Incentive Plan (the Incentive Plan), pursuant to which the Company's named executive officers and other employees may become entitled to cash bonus payments based on attainment of specified corporate performance goals. A copy of the Incentive Plan is attached as Exhibit 10.32 hereto and is incorporated herein by reference.

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

(d) **Exhibits.**

Exhibit	Description
10.32	2017 Cash Incentive Plan

**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.

Dated: February 8, 2017

**RIGEL PHARMACEUTICALS, INC.**

By: /s/ Dolly A. Vance  
Dolly A. Vance  
*Executive Vice President, General Counsel and Corporate  
Secretary*

**EXHIBIT INDEX**

<b>Exhibit</b>		<b>Description</b>
10.32	2017 Cash Incentive Plan	

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