

Flex Pharma, Inc.  
Form 8-K  
August 28, 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

August 23, 2017  
Date of Report (Date of earliest event reported)

Flex Pharma, Inc.  
(Exact name of registrant as specified in its charter)

Delaware                      001-36812                      46-5087339  
(State or other jurisdiction   (Commission File Number) (IRS Employer Identification No.)  
of incorporation)

800 Boylston Street, 24th Floor                      02199  
Boston, MA  
(Address of principal executive offices)   (Zip Code)

Registrant's telephone number, including area code: (617) 874-1821

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations 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))

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 ☒ x

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.    x

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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.

On August 23, 2017, the Board of Directors of Flex Pharma, Inc. (the "Company") unanimously voted to increase the size of the Company's Board of Directors (the "Board") to nine members and to elect William McVicar, Ph.D., the Company's President and Chief Executive Officer, to the Board, effectively immediately. Dr. McVicar was designated as a Class II member of the Board to serve until the 2020 annual meeting of the Company's stockholders, or until his successor has been duly elected and qualified, or until his earlier death, resignation or removal. Dr. McVicar will not receive any additional compensation for his services on the Board. There are no arrangements or understandings between Dr. McVicar and any other person pursuant to which he was elected as a director. Dr. McVicar has no family relationships with any of the Company's directors or executive officers, and he has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

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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.

Flex Pharma, Inc.

Dated: August 28, 2017

By: /s/ Robert Hadfield  
Robert Hadfield  
General Counsel and Secretary