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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 29, 2020**

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**ARCUTIS BIOTHERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-39186**  
(Commission  
File Number)

**81-2974255**  
(IRS Employer  
Identification Number)

**2945 Townsgate Road, Suite 110  
Westlake Village, CA 91361**  
(Address of principal executive offices, including Zip Code)

**Registrant's telephone number, including area code: (805) 418-5006**

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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 Instructions A.2. below):

- 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<br>Symbol(s) | Name of each exchange<br>on which registered |
|---|----------------------|--|
| <b>Common Stock, par value \$0.0001 per share</b> | <b>ARQT</b>          | <b>The Nasdaq Global Select Market</b>       |

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.

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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 November 2, 2020, the Board of Directors (the “Board”) of Arcutis Biotherapeutics, Inc. (the “Company” or “Arcutis”) appointed Terrie Curran to the Board effective immediately. Ms. Curran will serve as a Class I director until the Company’s 2021 annual meeting of stockholders, or until her earlier death, resignation or removal. Ms. Curran will fill the vacancy created by the resignation of Alexander Asam, Ph.D., which was effective as of October 31, 2020.

As a non-employee director, Ms. Curran will receive compensation in accordance with the Company’s non-employee director compensation program. Pursuant to this program, upon the effective date of her appointment to the Board, Ms. Curran received a stock option award exercisable for 37,500 shares of the Company’s common stock and will be eligible for the annual cash retainer in the amount of \$37,500. The stock option will vest in three equal annual installments on the anniversary of the date of Ms. Curran’s appointment to the Board, subject to Ms. Curran’s continued service to the Company through such date.

Ms. Curran will also enter into an indemnification agreement with the Company consistent with the form agreement executed with each of the Company’s current officers and directors.

There were no arrangements or understandings between Ms. Curran, and any other person pursuant to which Ms. Curran was appointed as a member of the Board. There have been no transactions in which Ms. Curran has an interest that would be reportable under Item 404(a) of Regulation S-K.

Dr. Asam provided notice of his resignation on October 29, 2020 (to be effective on October 31, 2020) indicating that his resignation was not a result of any disagreement with the Company or any matter relating to the Company’s operations, policies (including accounting or financial policies) or practices.

**Item 8.01 Other Events**

On November 4, 2020, Arcutis issued a press release announcing Ms. Curran’s appointment to the Board. A copy of the press release is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u>  |
|--------------------|---|
| 99.1               | <a href="#">Press release dated November 4, 2020.</a>       |
| 104                | Cover Page Interactive Data File, formatted in inline XBRL. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ARCUTIS BIOTHERAPEUTICS, INC.**

Date: November 4, 2020

By: /s/ John W. Smither

John W. Smither

Chief Financial Officer



### **Arcutis Announces Appointment of Terrie Curran to Board of Directors**

**Westlake Village, CA, Nov. 4, 2020** – Arcutis Biotherapeutics, Inc. (Nasdaq: ARQT), a medical dermatology company developing innovative treatments for patients with immune-mediated dermatological diseases and conditions, today announced that Terrie Curran has been appointed to the Arcutis Board of Directors effective Nov. 2, 2020, and that Alexander Asam, Ph.D. has decided to step down from the Board.

“We are tremendously grateful for Alexander’s contributions to Arcutis,” commented Patrick Heron, Chairman of the Arcutis Board of Directors. “His thoughtful counsel and leadership were instrumental in our recent progress, particularly our two recent very successful public financings. While we will miss his guidance, we wish him well in his future endeavors.”

“We are absolutely delighted to welcome Terrie to the Arcutis Board,” said Frank Watanabe, Arcutis’ President and Chief Executive Officer. “She is an exceptionally talented biopharmaceutical executive with over 20 years of industry experience in product commercialization. With her extensive experience launching and successfully commercializing innovative products in the dermatology segment, she is uniquely positioned to help Arcutis in its next stage of development, particularly in light of the upcoming data from our pivotal Phase 3 trials and potential NDA submission next year.”

“I am delighted to join the Arcutis board at this exciting time,” said Terrie Curran. “The Company’s lead product candidate, topical roflumilast, has the potential to become the standard of care for plaque psoriasis, atopic dermatitis, scalp psoriasis, and seborrheic dermatitis. I look forward to contributing my expertise, specifically with commercialization planning and execution, to help them build a leading dermatology company.”

Ms. Curran is CEO and President at Phathom Pharmaceuticals (Nasdaq: PHAT), a late clinical-stage biopharmaceutical company focused on developing and commercializing new treatments for gastrointestinal diseases. Prior to this, she was the former President, Global Inflammation and Immunology (I&I) Franchise and member of the Executive Committee at Celgene. She joined Celgene in 2013 as the U.S. Commercial Head of the I&I Franchise and built the capabilities and recruited the teams that executed the successful launch of OTEZLA® for moderate-to-severe plaque psoriasis. Prior to joining Celgene, she served as Senior Vice President and General Manager, Global Women's Health at Merck & Co. Ms. Curran holds graduate and bachelor's degrees from the University of Technology Sydney.

**About Arcutis** - Bioscience, applied to the skin.

Arcutis Biotherapeutics, Inc. (Nasdaq: ARQT) is a medical dermatology company developing innovative treatments for patients with immune-mediated dermatological diseases and conditions. The Company is leveraging recent advances in immunology and inflammation to develop differentiated therapies against biologically validated targets to solve persistent treatment challenges in serious diseases of the skin. Arcutis' robust pipeline includes four novel drug candidates currently in development for a range of inflammatory dermatological conditions. The Company's lead product candidate, topical roflumilast, has the potential to become the standard of care for plaque psoriasis, atopic dermatitis, scalp psoriasis, and seborrheic dermatitis. For more information, visit [www.arcutis.com](http://www.arcutis.com) or follow the company on [LinkedIn](#) and [Twitter](#).

### **Forward Looking Statements**

This press release contains "forward-looking" statements, including, among others, statements regarding data from the pivotal Phase 3 trials; the potential NDA submission next year; the potential for topical roflumilast to become the standard of care for plaque psoriasis, atopic dermatitis, scalp psoriasis, and seborrheic dermatitis; and the potential for Arcutis to become a leading dermatology company. These statements involve substantial known and unknown risks, uncertainties and other factors that may cause our actual results, levels of activity, performance or achievements to be materially different from the information expressed or implied by these

forward-looking statements and you should not place undue reliance on our forward-looking statements. Risks and uncertainties that may cause our actual results to differ include risks inherent in the clinical development process and regulatory approval process, the timing of regulatory filings, and our ability to defend our intellectual property. For a further description of the risks and uncertainties applicable to our business, see the “Risk Factors” section of our Form 10-Q filed with U.S. Securities and Exchange Commission (SEC) on August 11, 2020, as well as any subsequent filings with the SEC. We undertake no obligation to revise or update information herein to reflect events or circumstances in the future, even if new information becomes available.

**Investors and Media:**

Heather Rowe Armstrong  
Vice President, Investor Relations & Corporate Communications  
[harmstrong@arcutis.com](mailto:harmstrong@arcutis.com)  
805-418-5006, Ext. 740

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