

ARROWHEAD RESEARCH CORP

Form 8-K

October 27, 2011

**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): October 26, 2011**

**Arrowhead Research Corporation**

**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**0-21898**  
**(Commission**

**File Number)**

**46-0408024**  
**(IRS Employer**

**Identification No.)**

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**201 South Lake Avenue, Suite 703, Pasadena, CA 91101**

**(Address of principal executive offices) (Zip Code)**

**Registrant's telephone number, including area code (626) 304-3400**

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))

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangement of Certain Officers**

(c) Appointment of Executive Officer

On October 26, 2011, Dr. Bruce Given, 57, was appointed Chief Operating Officer for Arrowhead Research Corporation (the "Company"). Since October 1, 2009, Dr. Given has been a director of the Company's subsidiary, Calando Pharmaceuticals, Inc., and since February 1, 2010, Dr. Given has been Chief Executive Officer of Leonardo Biosystems, Inc., a company in which Arrowhead holds a minority equity interest. Dr. Given has been a member of the Board of Directors for ICON, plc. since 2007, and Chairman of the Board of Directors since 2010. Dr. Given served as the President and Chief Executive Officer, and as a member of the Board of Directors of Encysive Pharmaceuticals, an R&D-based commercial pharmaceutical company, roles he held from 2002 through 2007. Subsequent to his tenure at Encysive until present, Dr. Given has been President of Bruce Given Consulting, a firm that provides consulting services to biotech companies. Prior to his tenure at Encysive, Dr. Given held several senior executive roles at Johnson and Johnson, Sandoz Pharmaceuticals, and Schering-Plough.

Dr. Given obtained his bachelor of sciences degree from Colorado State University, graduating Phi Beta Kappa. He received his M.D. degree with honors from the University of Chicago, Pritzker School of Medicine and completed his medical training at the University of Chicago and at Brigham and Women's Hospital in Boston, where he was a Clinical Fellow at Harvard Medical School. He is board certified in internal medicine and endocrinology and metabolism and has authored 33 scientific publications.

In addition to his roles with Leonardo, Calando and ICON, Dr. Given serves on the Boards of Directors of Sembiosys Genetics Inc. and BioHouston, and is a member of the inCube Scientific Advisory Board. He previously served as a member of the CPRIT Commercialization Committee, the Texas Life Sciences Committee, the Technology Review Committee of MD Anderson Medical Center, and is past Chairman of the Rider University Scientific Advisory Board.

Dr. Bruce Given is the brother of Dr. Douglas Given, a member of the Company's Board of Directors.

In connection with his appointment, Dr. Given will earn an annualized salary of \$325,000 effective October 26, 2011, and he was granted an option to purchase up to 300,000 shares of Company common stock, which option vests over a four-year period from the date of grant and is exercisable at a price equal to the fair market value of the common stock on the date of grant.

**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.

Date: October 27, 2011

ARROWHEAD RESEARCH CORPORATION

By: /s/ Kenneth A. Myszkowski  
Kenneth A. Myszkowski  
Chief Financial Officer