

Epizyme, Inc.  
Form 8-K  
April 22, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 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): April 22, 2014**

**EPIZYME, INC.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**

**001-35945**  
**(Commission**

**26-1349956**  
**(IRS Employer**

**of Incorporation)**

**File Number)**

**Identification No.)**

**400 Technology Square, Cambridge, Massachusetts**

**02139**

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (617) 229-5872

(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):

- .. 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))

**Item 8.01 Other Events**

On April 22, 2014, Epizyme, Inc. (the Company ) announced that it had achieved a lead candidate milestone for the third target in its collaboration with Glaxo Group Limited, an affiliate of GlaxoSmithKline, or GSK, and received \$4.0 million in milestone and license payments. The full text of the press release issued in connection with the announcement is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. The license payments received by the Company were in consideration for amending certain terms of the collaboration agreement for the third licensed target under the collaboration agreement, including revising the license terms with respect to candidate compounds and amending the corresponding financial terms. Following this milestone achievement and collaboration agreement amendment, the Company is eligible to receive up to \$18.0 million in additional substantive preclinical research and development milestone payments, up to \$109.0 million in clinical development milestone payments, up to \$275.0 million in regulatory milestone payments and up to \$218.0 million in sales-based milestone payments.

The information provided under this Item 8.01 and Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act ) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

- 10.1 Amendment to Collaboration and License Agreement dated as of February 24, 2014 by and between the Registrant and Glaxo Group Limited
- 10.2 Amendment to Collaboration and License Agreement dated as of March 18, 2014 by and between the Registrant and Glaxo Group Limited

The following exhibit relating to Item 8.01 shall be deemed to be furnished, and not filed:

- 99.1 Press release issued by the Company on April 22, 2014

**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.

EPIZYME, INC.

Date: April 22, 2014

By: /s/ Jason P. Rhodes  
Jason P. Rhodes

President, Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

<b>Exhibit Number</b>	<b>Description of Exhibit</b>
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10.2	Amendment to Collaboration and License Agreement dated as of March 18, 2014 by and between the Registrant and Glaxo Group Limited
99.1	Press release issued by the Company on April 22, 2014

Confidential treatment requested as to portions of the exhibit. Confidential materials omitted and filed separately with the Securities and Exchange Commission.