

MERRIMACK PHARMACEUTICALS INC
Form DEFA14A
July 14, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of
the Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to §240.14a-12

Merrimack Pharmaceuticals, Inc.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

- (1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- (1) Amount Previously Paid:

- (2) Form, Schedule or Registration Statement No.:

- (3) Filing Party:

(4) Date Filed:

MERRIMACK PHARMACEUTICALS, INC.

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**SUPPLEMENT TO NOTICE OF ANNUAL MEETING OF STOCKHOLDERS AND
DEFINITIVE PROXY STATEMENT FOR THE ANNUAL MEETING OF STOCKHOLDERS**

to be held on Friday, August 11, 2017

On July 14, 2017, Merrimack Pharmaceuticals, Inc. (the Company) filed a Current Report on Form 8-K disclosing that on July 7, 2017, Gary Crocker resigned from the Audit Committee of the Board of Directors (the Board) of the Company, and Vivian Lee, a current member of the Board and an independent director, was appointed to the Audit Committee. Mr. Crocker will continue to serve as a director and as the Chairman of the Board of the Company.

On July 10, 2017, the Company received a letter from the Nasdaq Stock Market (Nasdaq) stating that Mr. Crocker's service on the Audit Committee from March 9, 2017 to July 7, 2017 had caused the Company to not be in compliance with the audit committee composition requirement set forth in Nasdaq Listing Rule 5605(c)(2)(A) (the Listing Rule) during such time. Nasdaq determined that Mr. Crocker did not meet the Listing Rule's criteria for service on the Audit Committee because he had participated in the preparation of the Company's financial statements while he was interim President and Chief Executive Officer of the Company from October 3, 2016 to February 6, 2017. The letter also stated that because Mr. Crocker had been replaced on the Audit Committee by a director that did meet the Listing Rule's criteria, the Company had regained compliance with the Listing Rule and the matter is now closed.