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): March 8, 2023

Foghorn Therapeutics Inc.

(Exact name of registrant as specified in its charter)

001-39634

(Commission File Number)

47-5271393 (IRS Employer Identification No.)

02139

(Zip Code)

Delaware (State or other jurisdiction of incorporation)

500 Technology Square, Ste 700 Cambridge, MA

(Address of principal executive offices)

(Registrant's telephone number, including area code): (617) 586-3100

Not Applicable (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:

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:

Symbol(s)	Name of each exchange on which registered
FHTX	The Nasdaq Global Market
	• • • •

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 \boxtimes

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. 🗆

Item 7.01 Regulation FD Disclosure.

Foghorn Therapeutics Inc. (the "Company") is furnishing as Exhibit 99.1 to this Current Report on Form 8-K (this "Current Report") a presentation, dated March 8, 2023, which the Company intends to use in meetings with or presentations to investors.

The information in this Item 7.01 (including Exhibit 99.1 attached hereto) is being furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (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 filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.

<u>99.1</u>

Description

Investor Presentation dated March 8, 2023

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.

FOGHORN THERAPEUTICS INC.

/s/ Allan Reine

By:

Allan Reine, M.D. Chief Financial Officer

Date: March 8, 2023



CORPORATE OVERVIEW

Leveraging unique insights into the chromatin regulatory system to pioneer a new class of precision therapies in oncology and beyond

March 8, 2023

FORWARD LOOKING STATEMENTS

This presentation contains forward-looking statements. All statements other than statements of historical facts contained in this presentation are forward-looking statements. In some cases, you can identify forward-looking statements by terms such as "could," "may," "might," "will," "likely," "anticipates," "intends," "plans," "seeks," "believes," "estimates," "expects," "continues," "projects" or the negative of these terms or other similar expressions, although not all forward-looking "continues," "projects" or the negative of these terms or other similar expressions, although not all forward-looking statements contain these words. Forward-looking statements include, but are not limited to, statements concerning: the potential outcomes from our collaboration agreements with Lilly and Merck; the initiation, timing, progress and results of our research and development programs and preclinical and clinical trials, including the potential resolution of the full clinical hold and anticipated timing of release of clinical data; our ability to advance product candidates that we may develop and to successfully complete preclinical and clinical studies; our ability to leverage our initial programs to develop additional product candidates using our Gene Traffic Control Platform; the impact of the COVID-19 pandemic and other exogeneous factors on our and our collaborators' business operations, including our research and development programs and preclinical studies; developments related to our competitors and our industry; our ability to expand the target populations of our programs and the availability of patients for clinical testing; our ability to obtain regulatory approval for FHD-286, FHD-609 and any future product candidates from the FDA and other regulatory authorities; our ability to identify and enter into future license agreements and collaborations; our ability to continue to rely on our CDMOs and CROs for our manufacturing and research needs; regulatory developments in the United States and foreign countries; our ability to attract and retain key scientific and management personnel; the scope of protection we are able to establish, maintain and enforce for intellectual property rights covering FHD-286 and FHD-609, our future products and our Gene Traffic Control Platform; and our use of proceeds from capital-raising transactions, estimates of our expenses, capital requirements and needs for additional financing. Any forward-looking statements represent the Company's views only as of today and should not be relied upon as representing its views as of any subsequent date. The Company explicitly disclaims any obligation to update any forward-looking statements. The Company's business is subject to substantial risks and uncertainties.

FIRST-IN-CLASS PRECISION MEDICINES TARGETING MAJOR UNMET NEEDS IN CANCER



LEADER IN NEW AREA OF CANCER BIOLOGY

Foghorn is a **leader in targeting chromatin biology**, which has unique potential to address underlying dependencies of many genetically defined cancers

Broad pipeline of over 15 programs across a range of targets and modalities



POTENTIAL Chromatin biology is

implicated in up to 50% of tumors, potentially impacting ~2.5 million patients Foghorn's current pipeline

potentially addresses more than 500,000 of these patients



WELL-

FUNDED

\$374.5 million in cash and

equivalents

(as of 9/30/2022)

Provides runway into

H2'25

SIGNIFICANT VALUE DRIVERS IN 2023

Initial clinical data in uveal melanoma with FHD-286 expected H1'23

Initial clinical data in synovial sarcoma with FHD-609 expected mid-2023

AML/MDS study with FHD-286 on full clinical hold, development clarity anticipated in H1'23



COLLABORATIONS WITH MAJOR ONCOLOGY PLAYERS

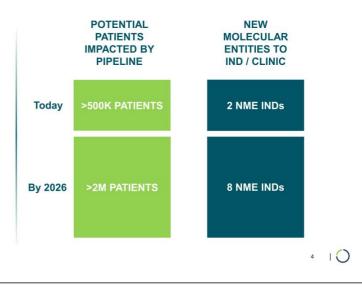
Strategic collaboration with Loxo Oncology at Lilly; **\$380** million upfront; 50/50 U.S. economic split on two lead programs

Merck collaboration to drug single specified transcription factor target; **\$15 million** upfront and up to **\$410 million** in milestones

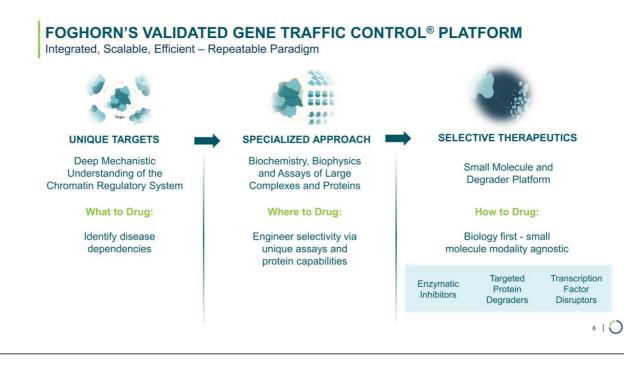
FOGHORN: SIGNIFICANT VALUE CREATION OPPORTUNITIES

Potential Impact in >500K Patients Across More Than 20 Tumor Types with 6 Potential New INDs by 2026

- Validated platform with first-in-class targets in the clinic (FHD-286 and FHD-609), with Phase 1 dose escalation data expected in H1 2023 for FHD-286 and mid-2023 for FHD-609
- At least 6 additional potential NME INDs by 2026
- >20 genetically defined tumor types in over 500K patients – includes lung, prostate, bladder, ovarian, colorectal, breast
- · Opportunity for additional partnerships



CHROMATIN REGULATORY SYSTEM CRITICAL FOR GENE EXPRESSION		NOVEL TARGETS GUIDED BY GENETIC DEPENDENCIES		TAILORED DRUGGING APPROACHES	
Chromatin – compacted form of DNA inside the nucleus of the cell	Chromatin Remodeling Complex – specialized multiprotein machineries that allow access to DNA	Chromatin Remodeling Complex Mutations / Overexpression	-	ATP ADP	
	Transcription Factor – proteins that help turn specific genes "on" or "off" by working in concert with the chromatin remodeling complex to		Transcription Factor Mutations / Overexpression	Targeted Protein Degradation Molecular glue and bi-functional protein degraders	
	bind to DNA	Helicases & Other Chromatin Binding Proteins involved in gene expression / function		Transcription Factor Disruptors Disrupt interactions between chromatin remodeling complexes and transcription factors	



BROAD PIPELINE ACROSS A RANGE OF TARGETS AND MODALITIES

Precision Oncology / Breadth and Depth / Over 15 Programs

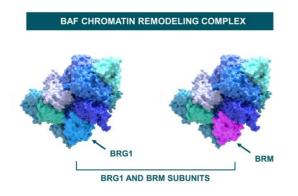


Inhibition of the BRG1 and BRM Subunits of the BAF Complex

IN PHASE 1 DOSE ESCALATION FOR METASTATIC UVEAL MELANOMA & AML/MDS

FHD-286 is a Potent, Selective, Allosteric, Small Molecule Inhibitor of the BRG1 and BRM Subunits of the BAF Complex

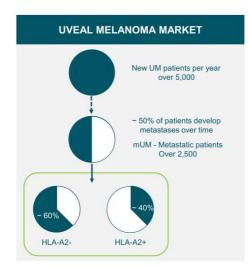
TARGETING BAF DEPENDENCY IN CANCER



- BRM / BRG1 is the engine (ATPase) of the BAF chromatin remodeling complex
- Dependency on BRM / BRG1 is wellestablished with multiple tumor types, including uveal melanoma, AML / MDS, NSCLC and prostate
- Foghorn's lead asset targeting BRM / BRG1, FHD-286, is a potent, selective, allosteric, small molecule inhibitor of the BRG1 and BRM subunits of the BAF complex
- In Phase 1 dose escalation for uveal melanoma & AML / MDS

SIGNIFICANT UNMET NEED IN UVEAL MELANOMA

Most Common Form of Eye Cancer



UVEAL MELANOMA OVERVIEW

Market Opportunity:

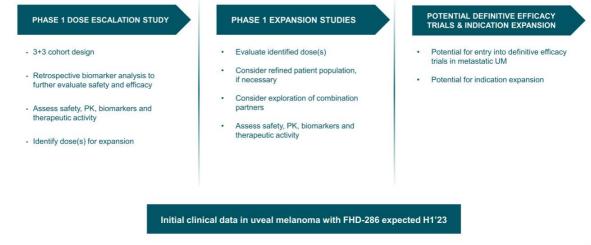
- Over 2,500 new metastatic UM patients impacted per year in the U.S. / over 5,000 U.S. and E.U.
- Potential additional opportunity in the adjuvant and neoadjuvant settings

Limited Treatment Options:

- Treatment options include enucleation, checkpoint inhibitors, KIMMTRAK and chemotherapy/radiation
- KIMMTRAK is indicated for HLA-A2+ haplotype (~40% of the metastatic patient population)

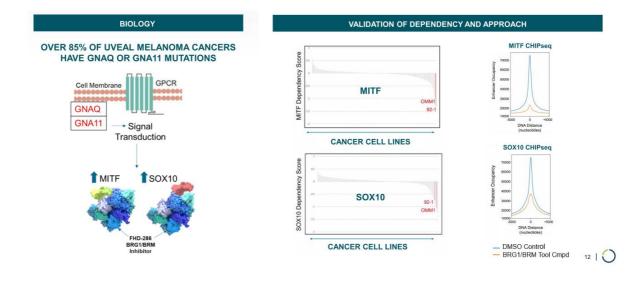
FHD-286 FOR METASTATIC UVEAL MELANOMA

Clinical Development Plan

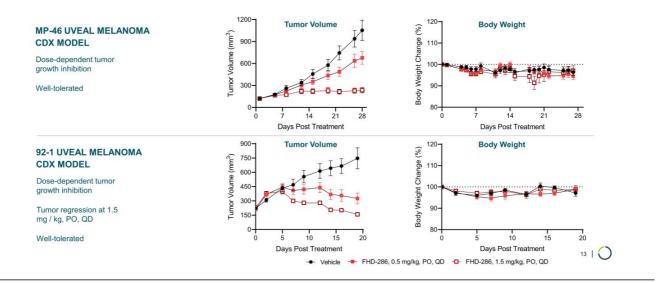


THERAPEUTIC RATIONALE FOR UVEAL MELANOMA

Dependency on Two Lineage Transcription Factors: MITF / SOX10

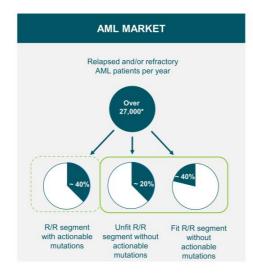


DOSE-DEPENDENT TUMOR REGRESSION IN UVEAL MELANOMA CDX MODELS AT TOLERATED DOSES WITH FHD-286



SIGNIFICANT UNMET NEED REMAINS IN R/R AML & MDS

Most Common Type of Acute Leukemia in Adults



AML OVERVIEW

Mutation:

· Elevated BRG1-BAF / TF activity in AML blast cells

Market Opportunity:

 Over 27,000 relapsed and/or refractory patients impacted per year*

Treatment Options:

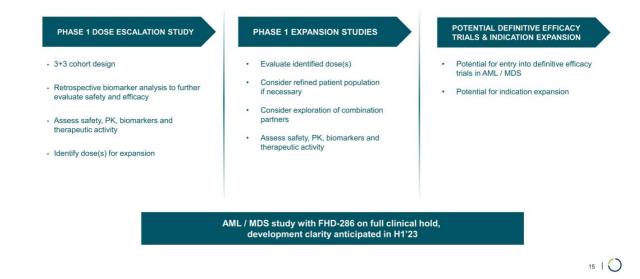
 Limited options for relapsed and/or refractory patients without actionable mutations

* Per year incidence in the U.S., EU5, Japan

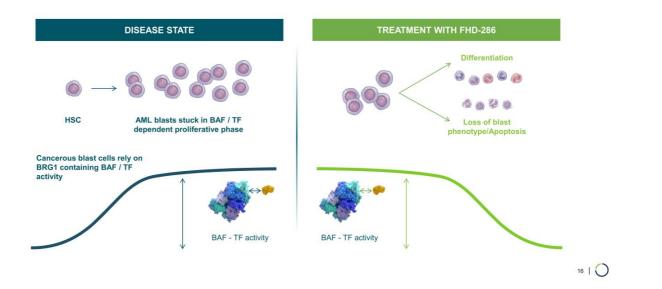


FHD-286 FOR RELAPSED/REFRACTORY AML & MDS

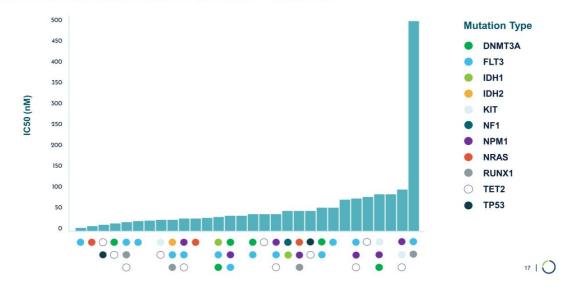
Clinical Development Plan



AML: DEPENDENCY ON BRG1 / LINEAGE TF INTERACTIONS



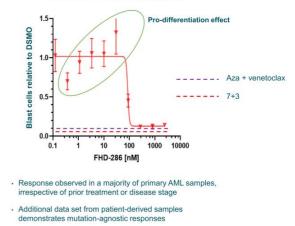
FHD-286 SHOWS EFFECT ACROSS A BROAD RANGE OF MUTATIONS IN AML PATIENT-DERIVED SAMPLES



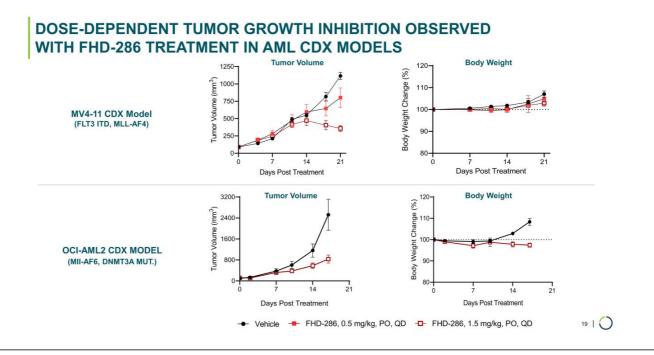
PRECLINICAL FHD-286 DATA SHOWS EFFICACY ACROSS AML **PATIENT-DERIVED SAMPLES**

Notable Patient ID	Deep Response	Pathology Review	Disease Status
1690AML1	Y	AML	Secondary
1695AML1	Y	AML/MDS	Secondary
1696AML1	Y	AML	Secondary
1701AML1	Y	AML	Secondary
1893AML1	Y	AML	R/R
1899AML1	Y	AML	R/R
1990pAML1	Y	AML	R/R
1991pAML1	Y	AML	de novo
2041AML1	Y	N/A	de novo
2043pAML1	Y	AML	R/R
2059AML1	Y	AML	R/R
1682AML1	~	N/A	N/A
1689AML1	7	AML/MDS	de novo
1684AML1	N	CML	R/R
1924AML1	N	AML/MDS	R/R

1695AML1 – BM-secondary AML

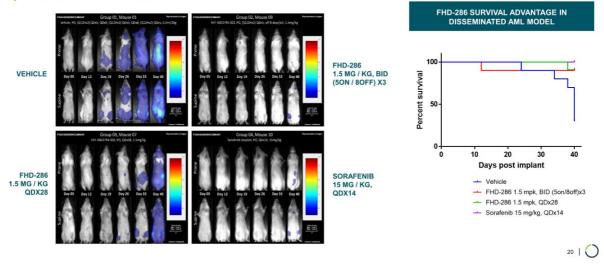


Y = Deep reduction in blast cells ~ = Partial reduction N = No response



TUMOR GROWTH INHIBITION WITH FHD-286 TREATMENT OBSERVED BY BIOLUMINESCENCE

Imaging in a Disseminated AML Model

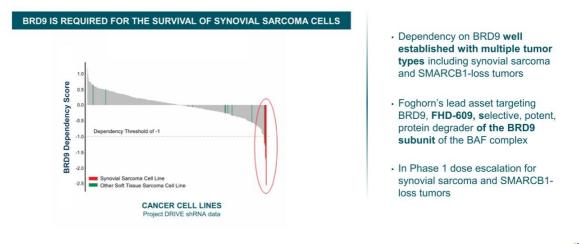


Degrading the BRD9 Subunit of the BAF Complex

IN PHASE 1 DOSE ESCALATION FOR SYNOVIAL SARCOMA AND SMARCB1-LOSS TUMORS

FHD-609 is a Selective, Potent, Protein Degrader of the BRD9 Component of the BAF Complex

DEGRADING THE BRD9 SUBUNIT OF BAF



SIGNIFICANT UNMET NEED IN SYNOVIAL SARCOMA

Synovial Sarcoma Accounts for ~10% of Soft-Tissue Sarcoma Tumors



TARGETED PROTEIN DEGRADATION TO REGULATE CHROMATIN AND **GENE EXPRESSION IN DISEASE**

SYNOVIAL SARCOMA & SMARCB1-LOSS TUMORS OVERVIEW

• Mutation: 100% of patients harbor SS18-SSX1 / SSX2 / SSX4 protein fusions

Patient Numbers*:

- Synovial sarcoma: Over 1,800
- · SMARCB1-Loss Tumors: ~1,000

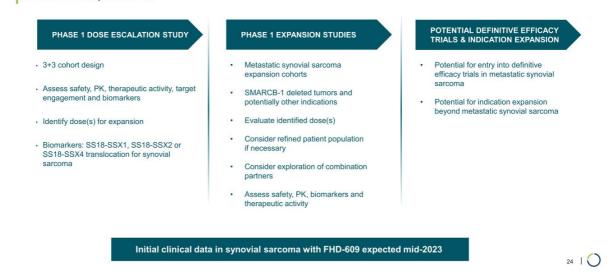
Limited Treatment Options:

- · No approved therapies
- Current standard of care includes surgical resection, chemotherapy/radiation and pazopanib
- · Adaptimmune's cell therapy in development for synovial sarcoma, only applicable to ~25% of patient population

* Per year incidence in the U.S., EU5, Japan

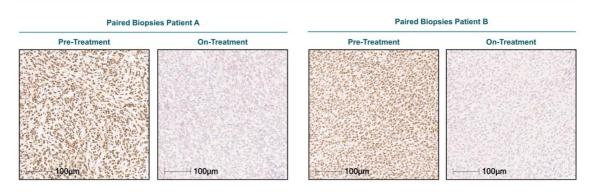
FHD-609 FOR METASTATIC SYNOVIAL SARCOMA AND SMARCB1-LOSS TUMORS

Clinical Development Plan



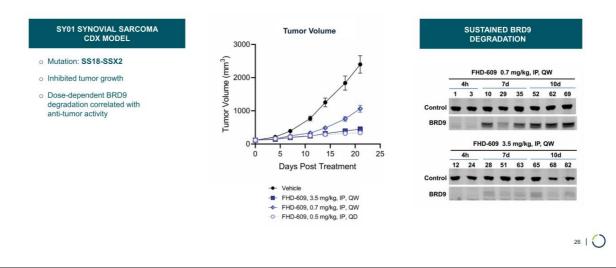
ON-TREATMENT TUMOR BIOPSIES WITH FHD-609 DEMONSTRATE TARGET ENGAGEMENT WITH DEGRADATION OF BRD9

SIGNIFICANT BRD9 DEGRADATION OF ~60-70% WITH LOW DOSE OF FHD-609

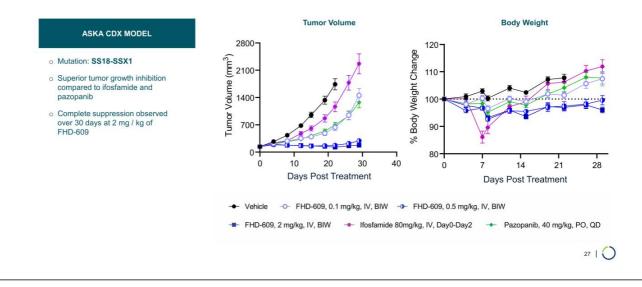


ROBUST *IN VIVO* ACTIVITY OBSERVED IN SYNOVIAL SARCOMA MODEL AND BRD9 DEGRADATION ASSOCIATED WITH FHD-609 TREATMENT

Weekly Dosing of FHD-609 Achieved Sustained BRD9 Degradation

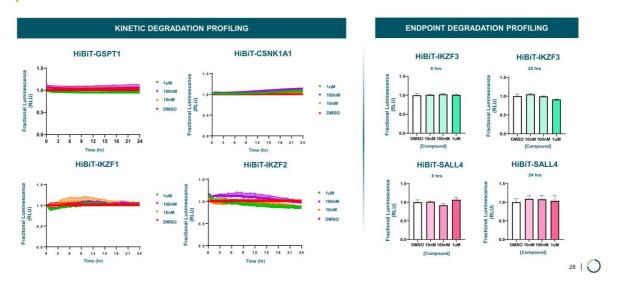


SUPERIOR TUMOR GROWTH INHIBITION WITH FHD-609 IN A SYNOVIAL SARCOMA MODEL AS COMPARED TO IFOSFAMIDE AND PAZOPANIB



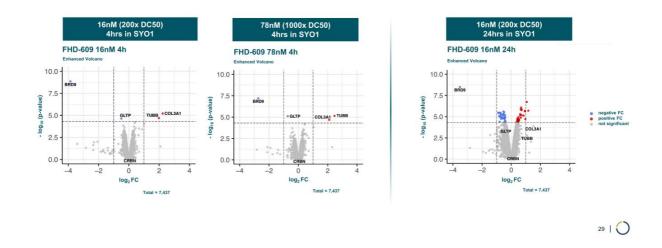
FHD-609 IS HIGHLY SELECTIVE

No Off-Target IMiD Neosubstrate Degradation Activity Observed



FHD-609 SELECTIVELY DEGRADES BRD9 IN SYNOVIAL SARCOMA GLOBAL PROTEOMICS ANALYSES

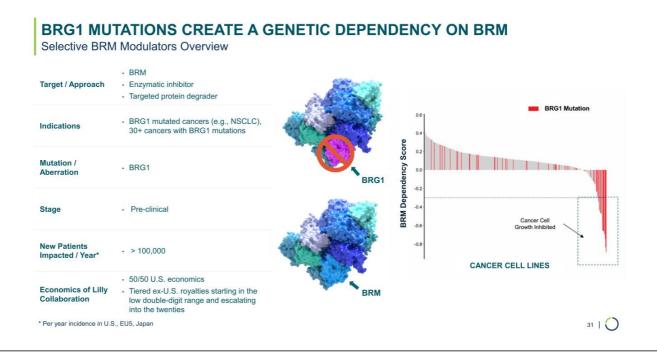
BRD9 Is the Only Protein Significantly Degraded at Multiple Concentrations and Time Points



SELECTIVE BRM MODULATORS FOR BRG1 MUTATED CANCERS

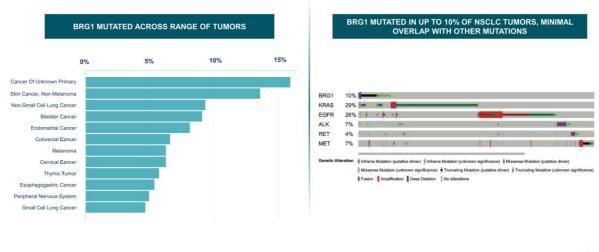
Enzymatic Inhibitor and Protein Degrader Programs Targeting BRG1 Mutated Cancers (e.g., NSCLC), 30+ Cancers with BRG1 Mutations

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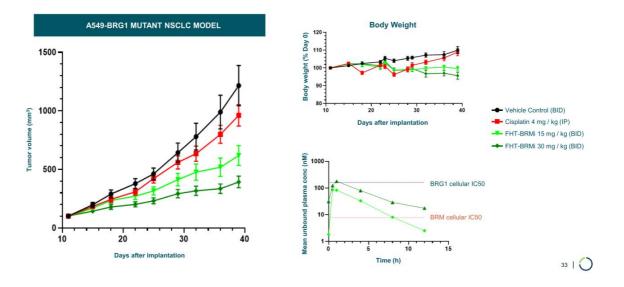
BRG1 MUTATED IN ~5% OF ALL TUMORS

Broad Addressable Patient Population

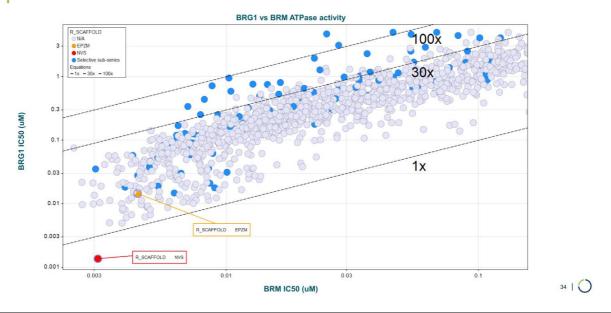


BRM SELECTIVE INHIBITOR IN VIVO EFFICACY

Demonstrates PK / PD and In Vivo Efficacy in a BRG1 Mutant Lung CDX Model

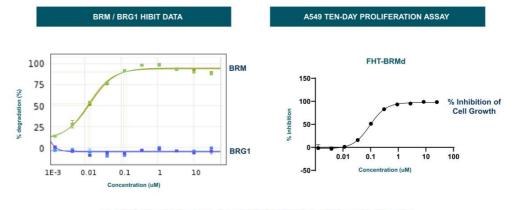


ENZYMATIC SELECTIVITY APPROACHING 200X ACHIEVED



ADVANCING BRM SELECTIVE DEGRADERS

Achieving Complete BRM Degradation



DEGRADERS CAUSE TIME- AND DOSE-DEPENDENT BRM DEGRADATION, ANTIPROLIFERATIVE EFFECTS IN A549 BRG1 MUTANT NSCLC LUNG MODEL

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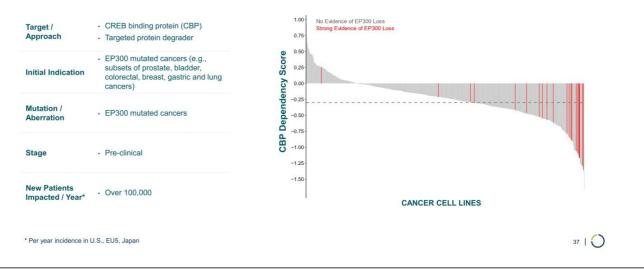
SELECTIVE CBP PROTEIN DEGRADER

FOR EP300 MUTATED CANCERS

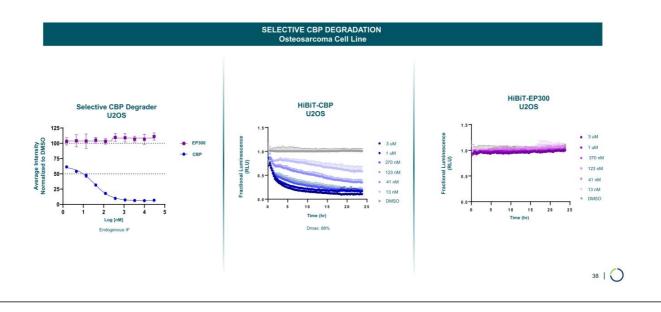
Implicated in Subsets of Cancers Including Bladder, Colorectal, Breast, Gastric and Lung

ADVANCING HIGHLY SELECTIVE CBP PROTEIN DEGRADER FOR EP300 MUTATED CANCERS

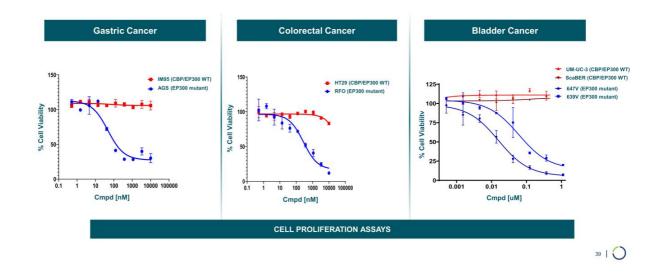
Selective CBP Protein Degrader Overview



ADVANCEMENT OF HIGHLY SELECTIVE CBP DEGRADERS



HIGHLY SELECTIVE DEGRADER OF CBP DEMONSTRTES CBP-DEPENDENT CELL KILLING ACROSS MULTIPLE CANCERS

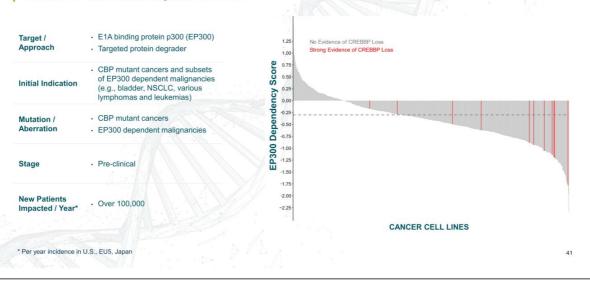


SELECTIVE EP300 PROTEIN DEGRADER FOR CBP MUTANT CANCERS & EP300 DEPENDENT MALIGNANCIES

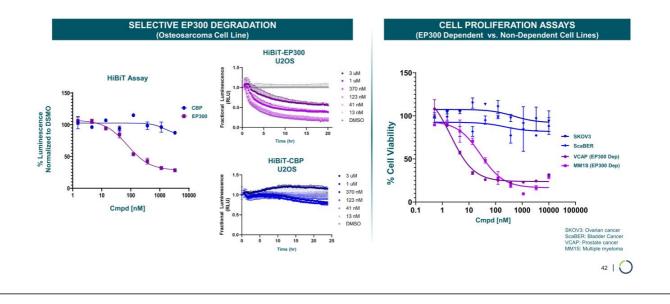
Implicated in CBP Mutated and Subsets of EP300 Dependent Malignancies (e.g., Bladder, NSCLC, Various Lymphomas and Leukemias)

ADVANCING HIGHLY SELECTIVE EP300 PROTEIN DEGRADER FOR CBP MUTANT CANCERS & EP300 DEPENDENT MALIGNANCIES

Selective EP300 Protein Degrader Overview



ADVANCEMENT OF HIGHLY SELECTIVE EP300 DEGRADERS



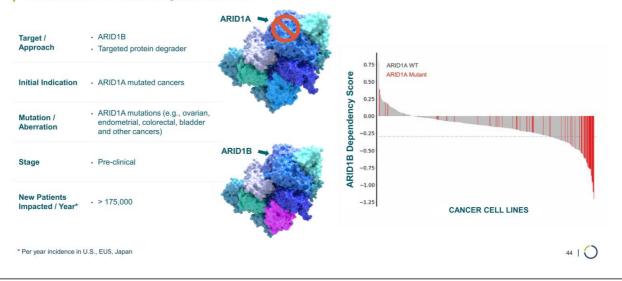
SELECTIVE ARID1B PROTEIN DEGRADER

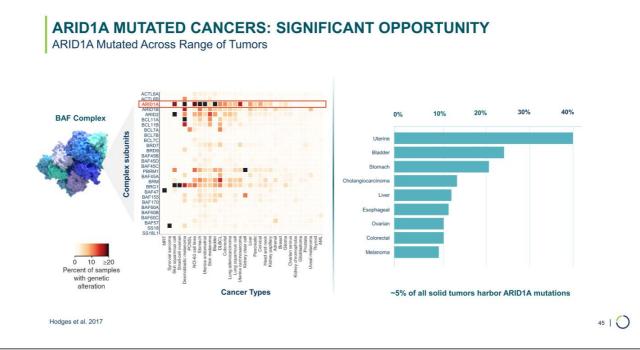
FOR ARID1A MUTATED CANCERS

Protein Degrader Targeting ARID1A Mutated Cancers, the Most Mutated Subunit in the BAF Complex (e.g., Ovarian, Endometrial, Colorectal, Bladder and Other Cancers)

ARID1A: MOST MUTATED SUBUNIT IN BAF COMPLEX – CREATES DEPENDENCY ON ARID1B

Selective ARID1B Protein Degrader Overview





TARGETING ARID1A MUTATED CANCERS: ARID1B PROTEIN DEGRADER

Advantaged by Gene Traffic Control Platform and Protein Degrader Capabilities

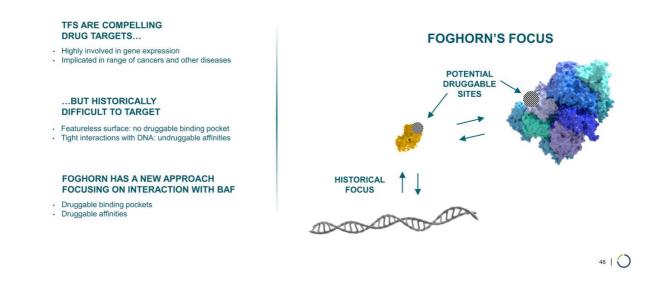
GENE TRAFFIC CONTROL PLATFORM PROTEIN DEGRADER CAPABILITIES • Platform produces BAF complexes and subcomplexes containing either ARID1A or ARID1B at scale • Utilize protein degrader toolbox to create ARID1B hetero-bifunctional degraders • Enables proprietary screens against ARID1B • Utilize protein degrader toolbox to create ARID1B hetero-bifunctional degraders	Highly purified ARID1B / BAF complex
PROGRAM STATUS	ARID1B
 Validated selective chemical binders of ARID1B In process of expanding binders into novel selective protein degraders Assessing outcomes of ARID1B degradation and impact on BAF complex formation 	State State

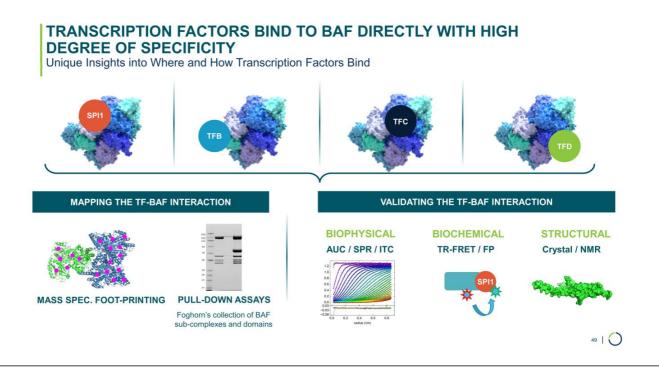
TRANSCRIPTION FACTORS A NOVEL APPROACH

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A NEW APPROACH TO DRUGGING TRANSCRIPTION FACTORS

Enabled by Proprietary Ability to Purify and Synthesize Chromatin Regulatory System Components





HIGHLY SCALABLE APPROACH TO ADDRESS SIGNIFICANT UNMET MEDICAL NEED DRIVES MERCK COLLABORATION

Potential to Drug > 100 TFs Associated with BAF

- TRANSCRIPTION FACTOR DISRUPTORS
- >100 TFs estimated associated with BAF
- Foghorn pursuing multiple TFs in parallel
- Approach highly scalable and potential broad application other chromatin remodeling complexes and other diseases



- Merck collaboration to drug single specified transcription factor target
- \$15 million upfront; up to \$410 million in research, development, regulatory and sales-based milestones
- · Up to low double-digit royalties on product sales

BROAD PIPELINE ACROSS A RANGE OF TARGETS AND MODALITIES

Precision Oncology / Breadth and Depth / Over 15 Programs



FIRST-IN-CLASS PRECISION MEDICINES TARGETING MAJOR UNMET NEEDS IN CANCER



LEADER IN NEW AREA OF CANCER BIOLOGY

Foghorn is a **leader in targeting chromatin biology**, which has unique potential to address underlying dependencies of many genetically defined cancers

Broad pipeline of over 15 programs across a range of targets and modalities



POTENTIAL Chromatin biology is

implicated in up to 50% of tumors, potentially impacting ~2.5 million patients Foghorn's current pipeline

potentially addresses more than 500,000 of these patients



WELL-

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(as of 9/30/2022)

Provides runway into

H2'25

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Merck collaboration to drug single specified transcription factor target; **\$15 million** upfront and up to **\$410 million** in milestones



STRATEGIC PARTNERSHIP LOXO ONCOLOGY AT LILLY

FCGHORN

STRATEGIC COLLABORATION WITH LOXO ONCOLOGY AT LILLY

Foghorn to Lead Discovery and Research Activities



\$380 MILLION UPFRONT

\$300 million cash payment

\$80 million investment in Foghorn common stock at a price of \$20 per share





50/50 U.S. ECONOMICS ON TWO PROGRAMS

50/50 U.S. economic split on BRM-Selective and another undisclosed program

Tiered ex-U.S. royalties starting in the low double-digit range and escalating into the twenties based on revenue levels



THREE UNDISCLOSED DISCOVERY PROGRAMS

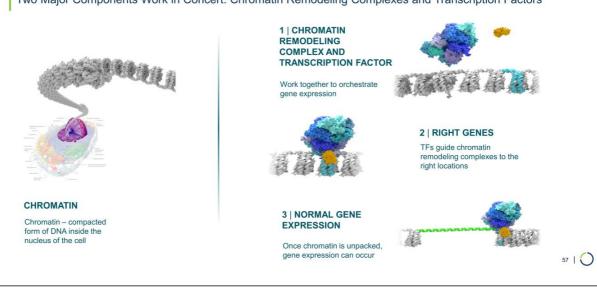
Option to participate in a percentage of the U.S. economics

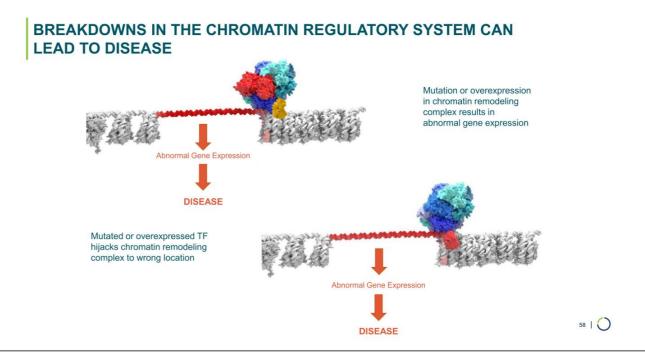
Tiered ex-U.S. royalties from the midsingle digit to low-double digit range

\$1.3 billion in potential milestones

THE CHROMATIN REGULATORY SYSTEM ORCHESTRATES GENE EXPRESSION

THE CHROMATIN REGULATORY SYSTEM ORCHESTRATES GENE EXPRESSION Two Major Components Work in Concert: Chromatin Remodeling Complexes and Transcription Factors

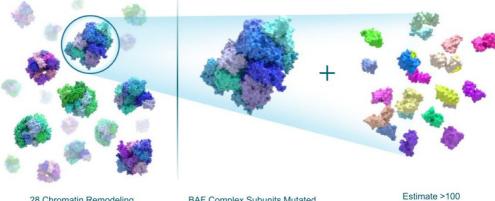




CHROMATIN REGULATORY SYSTEM

Abundance of Targets within the BAF Complex

BAF COMPLEX AND ASSOCIATED TRANSCRIPTION FACTORS



28 Chromatin Remodeling Complexes and >1,000 TFs

BAF Complex Subunits Mutated and Dysregulated in Cancer Estimate >100 Transcription Factors Associated with Just the BAF Complex

PLATFORM & DRUGGING CAPABILITIES

FCGHORN

PLATFORM IS POWERED BY ABILITY TO PRODUCE COMPONENTS AT SCALE

Drives Drug Discovery Pipeline with Cutting Edge Technology

PRODUCTION OF		FEATURES	BENEFITS
CHROMATIN REGULATORY SYSTEM COMPONENTS		Surface Mapping	Characterize TF / BAF Binding Sites
A *		Assembly	Synthesize subcomplexes to enable drug discovery
	Capiton part Mod and single Bit Sport capito capito	Affinity Screening & Validation	ASMS on full complex to yield novel degraders
85 72 85		HTS	Multiple screening options with full complex
3		Biophysics/SPR	Validation of novel small molecule binders 61 〇

PROTEIN DEGRADER PLATFORM

CURRENT APPROACH

- A leader in developing heterobifunctional degraders for clinical evaluation in oncology
 Employing PROTAC and non-CRBN based molecular glue degradation approaches

DEGRADER CHEMICAL TOOLBOX

- Proprietary library of drug-like linkers, E3 ligase binders and potential glues
 Chemistry to rapidly identify and optimize degraders
- ADVANCED MECHANISTIC CHARACTERIZATION

- Native target turnover understanding
 Cellular degradation kinetics and rates
 Structural, biochemical and cellular ternary complex characterization
- Global proteomics and ubiquitination studies
 Computational modeling of degraders
 Degradation efficacy across multiple cell types

OPTIMIZATION OF DEGRADER DRUG PROPERTIES

Guidelines for both of oral and IV-administered degraders
 PK / PD, efficacy and safety modeling to optimize dosing and scheduling

PROTAC Molecular Glue 0 (~> 0 ŧ 3 Ļ 62 | 🔿

Leadership Team, Board & Advisors

EXPERTISE ACROSS DRUG DISCOVERY, CLINICAL DEVELOPMENT AND COMMERCIALIZATION

FCGHORN

PROVEN LEADERSHIP TEAM



















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