

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): December 12, 2022

**BLACK DIAMOND THERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-39200  
(Commission  
File Number)

81-4254660  
(I.R.S. Employer  
Identification No.)

One Main Street, 14th Floor  
Cambridge, Massachusetts  
(Address of principal executive offices)

02142  
(Zip Code)

(617) 252-0848  
(Registrant's telephone number, including area code)

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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$0.0001 par value per share	BDTX	The Nasdaq Global Select 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

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.**

On December 12, 2022, Black Diamond Therapeutics, Inc. (the “Company”) issued a press release entitled “Black Diamond Therapeutics Announces Spinout of Launchpad Therapeutics, Inc., an Antibody-Focused Precision Oncology Company.” A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

The information furnished under this Item 7.01, including Exhibit 99.1 hereto, 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 a filing.

**Item 8.01 Other Events.**

On December 12, 2022, the Company announced the formation of Launchpad Therapeutics, Inc. (“Launchpad”) and a \$30.0 million Series A investment in Launchpad by Versant Ventures and New Enterprise Associates, Inc. In connection with the closing of the Series A, the Company contributed to Launchpad undisclosed early discovery-stage antibody programs and granted Launchpad a license to the Company’s proprietary Mutation-Allostery-Pharmacology (“MAP”) Drug Discovery Engine for the discovery, development and commercialization of large molecule therapeutics. The plan to form an independent company for large molecule discovery and development was part of the Company’s April 2022 pipeline reprioritization to focus on the development of BDTX-1535, BDTX-4933 and its small molecule discovery efforts using the MAP Drug Discovery Engine. In exchange for the contribution of the antibody programs and the license, the Company received 9.0 million shares of common stock in Launchpad, representing a minority stake. The Company’s license agreement and contribution agreement with Launchpad do not provide for any future payments to the Company or to Launchpad.

**Item 9.01. Exhibits.**

<b>Ex. Number</b>	<b>Description</b>
<u>99.1</u>	<u><a href="#">Press Release issued by Black Diamond Therapeutics, Inc., dated December 12, 2022, furnished herewith.</a></u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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**SIGNATURE**

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.

Black Diamond Therapeutics, Inc.

Date: December 12, 2022

By: /s/ Brent Hatzis-Schoch

Brent Hatzis-Schoch

Chief Operating Officer and General Counsel

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# BLACK DIAMOND THERAPEUTICS

## **Black Diamond Therapeutics Announces Spinout of Launchpad Therapeutics, Inc., an Antibody-Focused Precision Oncology Company**

*- \$30M Series A investment from Versant Ventures and NEA-*

CAMBRIDGE, Mass. and NEW YORK, December 12, 2022 (GLOBE NEWSWIRE) -- Black Diamond Therapeutics, Inc. (Nasdaq: BDTX), a precision oncology medicine company pioneering the discovery and development of MasterKey therapies, today announced the formation of Launchpad Therapeutics, Inc. (Launchpad), an antibody-focused precision oncology company, together with a \$30 million Series A investment by founding investors, Versant Ventures and New Enterprise Associates (NEA).

In connection with the transaction, Black Diamond contributed undisclosed early discovery-stage antibody programs and granted Launchpad a license to use Black Diamond's Mutation-Allostery-Pharmacology (MAP) Drug Discovery Engine to discover, develop and commercialize large molecule therapeutics. In exchange, Black Diamond received a minority ownership stake in Launchpad.

"The formation of Launchpad demonstrates the broad applicability of our MAP Drug Discovery Engine and computational expertise and provides further validation of our approach to precision medicine. By leveraging our MAP Drug Discovery Engine in new ways, Launchpad is positioned to disrupt the precision oncology and immunology drug discovery and development landscape," said David Epstein, Ph.D., President and Chief Executive Officer of Black Diamond. "We are pleased to partner with Versant and NEA to advance these concepts. The spinout allows Black Diamond to continue our focus on BDTX-1535, BDTX-4933 and small molecule pipeline, while retaining potential upside through our equity stake in Launchpad."

Launchpad's antibody pipeline will be enabled by Black Diamond's custom-built cloud-based computational MAP Drug Discovery Engine, with a focus on oncogenicity prediction, biological validation, conformation-based drug design and antibody discovery. Launchpad will focus on the development of an initial set of early-stage antibody programs.

"By utilizing Black Diamond's MAP Drug Discovery Engine, coupled with a team of highly experienced drug hunters, data scientists and machine learning experts, Launchpad is well positioned to deliver novel antibody drug design," said Alexander Mayweg, Ph.D., Managing Director, Versant Ventures. "When we launched Black Diamond in 2018, the field of precision oncology was still in its early days. We believe that now is the right time to apply a further differentiated approach with Launchpad's antibody focus and custom-built cloud-based computational pipeline."

"The formation of Launchpad as a unique spinout from Black Diamond enables both companies to focus on their respective areas of expertise with the shared goal of addressing large numbers of targets and mutations for genetically defined cancers," said Ali Behbahani, M.D., General Partner, NEA. "Launchpad's approach furthers Black Diamond's mission of bringing precision oncology medicine to a greater number of patients. We're thrilled to partner with Versant and Black Diamond to support Launchpad and we look forward to the progression of this novel pipeline."

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# BLACK DIAMOND THERAPEUTICS

## **About Launchpad**

Launchpad Therapeutics is focused on developing a portfolio of early mutant selective antibody programs enabled by AI-driven and structure supported drug design. Launchpad's mission is to deliver novel monoclonal antibody (mAb) design from sequence, to structure, to function. Made up of a team of experienced drug hunters, computational scientists and simulation experts, Launchpad is positioned to unlock the value of early antibody projects spun out of Black Diamond Therapeutics' MAP (Mutation-Allostery-Pharmacology) Drug Discovery Engine. Launchpad's platform is able to uniquely deliver cancer cell specific antibodies.

## **About Black Diamond**

Black Diamond Therapeutics is a precision oncology medicine company pioneering the development of novel MasterKey therapies. Black Diamond is addressing the significant unmet need for novel precision oncology therapies for patients with genetically defined cancers who have limited treatment options. Black Diamond is built upon a deep understanding of cancer genetics, onco-protein function, and drug discovery. The Company's proprietary Mutation-Allostery-Pharmacology, or MAP drug discovery engine is designed to allow Black Diamond to analyze population-level genetic sequencing tumor data to predict and validate oncogenic mutations that promote cancer across tumor types as MasterKey mutations. Black Diamond discovers and develops selective MasterKey therapies against these families of oncogenic mutations. Black Diamond was founded by David M. Epstein, Ph.D., and Elizabeth Buck, Ph.D. For more information, please visit [www.blackdiamondtherapeutics.com](http://www.blackdiamondtherapeutics.com).

## **About NEA**

New Enterprise Associates, Inc. (NEA) is a global venture capital firm focused on helping entrepreneurs build transformational businesses across multiple stages, sectors and geographies. With nearly \$24 billion in cumulative committed capital since the firm's founding in 1977, NEA invests in technology and healthcare companies at all stages in a company's lifecycle, from seed stage through IPO. The firm's long track record of successful investing includes more than 260 portfolio company IPOs and more than 440 mergers and acquisitions. For more information, please visit [www.nea.com](http://www.nea.com).

## **About Versant Ventures**

Versant Ventures is a leading healthcare venture capital firm committed to helping exceptional entrepreneurs build the next generation of great companies. The firm's emphasis is on biotechnology companies that are discovering and developing novel therapeutics. With \$4.2 billion under management and offices in the U.S., Canada and Europe, Versant has built a team with deep investment, operating and R&D expertise that enables a hands-on approach to company building. Since the firm's founding in 1999, more than 85 Versant companies have achieved successful acquisitions or IPOs. For more information, please visit [www.versantventures.com](http://www.versantventures.com).

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# BLACK DIAMOND THERAPEUTICS

## **Forward-Looking Statements**

Statements contained in this press release regarding matters that are not historical facts are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Because such statements are subject to risks and uncertainties, actual results may differ materially from those expressed or implied by such forward-looking statements. Such statements include, but are not limited to, statements regarding: expectations for Launchpad, the spinout of Black Diamond’s early discovery-stage antibody programs and license of Black Diamond’s MAP Drug Discovery Engine; Launchpad’s ability to discover, develop and commercialize large molecule therapeutics; Black Diamond’s continued development and advancement of BDTX-1535, BDTX-4933 and its small molecule pipeline; expectations for Black Diamond’s equity stake in Launchpad; and validation of Black Diamond’s approach to precision medicine. Any forward-looking statements in this statement are based on management’s current expectations of future events and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by such forward-looking statements. Risks that contribute to the uncertain nature of the forward-looking statements include those risks and uncertainties set forth in its Annual Report on Form 10-K for the year ended December 31, 2021, filed with the United States Securities and Exchange Commission (SEC) and in its subsequent filings filed with the SEC. All forward-looking statements contained in this press release speak only as of the date on which they were made. The Company undertakes no obligation to update such statements to reflect events that occur or circumstances that exist after the date on which they were made.

## **Contact:**

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