

**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): **January 23, 2019**

EMERGENT BIOSOLUTIONS INC.

(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction
of incorporation)

001-33137
(Commission File Number)

14-1902018
(IRS Employer
Identification No.)

**400 Professional Drive, Suite 400,
Gaithersburg, Maryland 20879**

(Address of principal executive offices, including zip code)

(240) 631-3200
(Registrant's telephone number, including area code)

N/A
(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))

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Appointment of Robert G. Kramer, Sr. to the Board of Directors

On January 23, 2019, the Board of Directors (the “Board”) of Emergent BioSolutions Inc. (the “Company”) appointed Robert G. Kramer, Sr., as a Class III director of the Company effective April 1, 2019, with an initial term expiring at the 2021 annual meeting of stockholders, to fill the anticipated vacancy created by the previously announced retirement of Daniel J. Abdun-Nabi. The Board also appointed Mr. Kramer as a member of its Strategic Operations Committee, effective upon his appointment to the Board. Mr. Kramer was not selected pursuant to any arrangement or understanding with any other person. There are no transactions in which the Company is a party and in which Mr. Kramer has a material interest subject to disclosure under Item 404(a) of Regulation S-K. Mr. Kramer previously entered into the Company’s standard form of Indemnification Agreement, a form of which was filed as Exhibit 10 to the Company’s Current Report on Form 8-K, filed with the SEC on January 18, 2013.

Mr. Kramer currently serves as the Company’s President and Chief Operating Officer. On January 2, 2019, the Company promoted Mr. Kramer to the role of President and Chief Executive Officer, effective as of April 1, 2019, to succeed Mr. Abdun-Nabi. Mr. Kramer will not participate in the Company’s compensation programs for non-employee directors. For a description of the compensation that Mr. Kramer will receive as President and Chief Executive Officer, refer to the Company’s Current Report on Form 8-K, filed with the Securities and Exchange Commission on January 4, 2019.

Item 7.01. Regulation FD Disclosure.

On January 24, 2019, the Company issued a press release regarding the appointment to the Board of Mr. Kramer, a copy of which is attached as Exhibit 99 to this Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
<u>99</u>	Press release, dated January 24, 2019, announcing appointment of Robert G. Kramer, Sr. as a director.

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.

EMERGENT BIOSOLUTIONS INC.

Dated: January 24, 2019

By: /s/ RICHARD S. LINDAHL

Name: Richard S. Lindahl

Title: Executive Vice President, Chief Financial Officer and
Treasurer

Investor Contact:

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Vice President, Investor Relations
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EMERGENT BIOSOLUTIONS ANNOUNCES APPOINTMENT OF ROBERT G. KRAMER, SR. TO ITS BOARD OF DIRECTORS

GAITHERSBURG, Md.—January 24, 2019—Emergent BioSolutions Inc. (NYSE:EBS) today announced the appointment of Robert G. Kramer, Sr. to the company’s Board of Directors. Mr. Kramer currently serves as Emergent’s president and COO. Effective April 1, 2019, Mr. Kramer will assume the role of president and CEO and will serve on the Emergent Board, succeeding Daniel J. Abdun-Nabi and filling the vacancy created by Mr. Abdun-Nabi’s retirement.

Fuad El-Hibri, executive chairman of the board of Emergent BioSolutions, stated, “Bob embodies Emergent’s past and future. No one knows Emergent more intimately than Bob does, which will serve him well as he plays a pivotal role in taking the company to the next level. Following the rapid expansion we have experienced in the last few years, Bob’s appointment to the Emergent Board is a natural progression that will ensure both a seamless leadership transition when Dan retires and continued momentum for growth of the company.”

“Having been part of Emergent’s management team for the last two decades, it has been a pleasure to work with Emergent’s Board of Directors in steering the company to where it is today, grounded by its mission – to protect and enhance life – and guided by its focus on public health,” said Mr. Kramer. “It continues to be a remarkable journey and I look forward, come April, to serving in a new capacity as member of the board with such distinguished colleagues.”

Mr. Kramer was appointed Emergent’s president and COO in March 2018. Prior to his current position, Mr. Kramer served as EVP and CFO from September 2012. Mr. Kramer first joined Emergent in 1999 as its CFO. From 1999 until his retirement in 2010, he held various executive positions with the last being president of Emergent Biodefense Operations Lansing. Mr. Kramer returned to the company in 2011 as the interim head of the biosciences division, and then as interim executive vice president, corporate services division. Prior to joining Emergent in 1999, Mr. Kramer held various financial management positions at Pharmacia Corporation, which subsequently merged with the Upjohn Company in 1995 and eventually became part of Pfizer Inc. Mr. Kramer received an M.B.A. from Western Kentucky University and a B.S. in industrial management from Clemson University.

About Emergent BioSolutions

Emergent BioSolutions Inc. is a global life sciences company seeking to protect and enhance life by focusing on providing specialty products for civilian and military populations that address accidental, deliberate, and naturally occurring public health threats. We aspire to be a Fortune 500 company recognized for protecting and enhancing life, driving innovation, and living our values. Additional information about the company may be found at www.emergentbiosolutions.com. Find us on LinkedIn and follow us on Twitter @emergentbiosolu and Instagram @life_at_emergent.

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