CNB FLORIDA BANCSHARES INC
Form 8-K
October 23, 2002

U.S. 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 OCTOBER 23, 2002
(Date of earliest event reported)

CNB FLORIDA BANCSHARES, INC.
(Exact Name of Registrant as Specified in Its Charter)

FLORIDA
(State or other jurisdiction of incorporation)

0-25988	59-2958616
(Commission File Number)	(IRS Employer Identification No.)
9715 Gate Parkway North Jacksonville, Florida	32246
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (904) 997-8484

Item 5. Other Information.

On October 23, 2002 CNB Florida Bancshares, Inc. (the "Company") announced financial results for the third quarter ended September 30, 2002. A copy of the press release announcing the Company's results for the third quarter ended September 30, 2002 is attached hereto as Exhibit 99.

Item 7. Financial Statements and Exhibits.

(c) Exhibits

Exhibit No.	Description
99	Press Release dated October 23, 2002 for CNB Florida Bancshares, Inc. 2002 Third Quarter Results

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.

CNB FLORIDA BANCSHARES, INC.

(Registrant)

Date: October 23, 2002

By: /s/ G. Thomas Frankland

(Signature)

G. Thomas Frankland
Executive Vice President and
Chief Financial Officer
(Principal Financial Officer)

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No related tax benefits were recognized for the years ended December 31, 2018, 2017, and 2016 (see Note 11).

The employee and non-employee awards contain both performance and service-based vesting conditions. No expense was recognized for the unvested employee and non-employee awards with only a performance condition for the years ended December 31, 2018, 2017, and 2016. The performance-based vesting conditions represent specific performance targets. Compensation expense for employee and non-employee share-based payment awards with performance conditions is recognized when the performance condition is deemed probable.

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In November 2018, the Company's board of directors approved the acceleration of vesting and an extension in the exercise period for all outstanding equity awards held by one director upon his resignation (see Note 14). The result was a modification of 86,252 outstanding stock options and 43,290 restricted stock awards. The incremental fair value of $0.3 million, in connection with the modification of the awards, was recognized as stock compensation expense upon resignation with no future service or performance conditions required.

As of December 31, 2018, the Company had an aggregate of $8.6 million of unrecognized stock-based compensation expense for options outstanding, which is expected to be recognized over a weighted average period of 2.7 years. There was no unrecognized stock-based compensation expense for RSAs outstanding as of December 31, 2018.

In determining the fair value of the stock-based awards, the Company uses the Black-Scholes option-pricing model and assumptions discussed below. Each of these inputs is subjective and generally requires significant judgment to determine.

Expected Term

The Company's expected term represents the period that the Company's stock-based awards are expected to be outstanding and is determined using the simplified method (based on the mid-point between the vesting date and the end of the contractual term). The Company utilizes this method due to lack of historical exercise data and the plain-vanilla nature of the Company's stock-based awards.

Expected Volatility

Since the Company was privately held through April 2016, it alone does not have the relevant company-specific historical data to support its expected volatility. As such, the Company has used an average of expected volatilities based on the volatilities of a representative group of publicly traded biopharmaceutical companies over a period equal to the expected term of the stock option grants. Subsequent to the IPO, the Company began to consider the Company's own historic volatility. However, due to its limited history as a public company, the Company still uses peer company data to assist in this analysis. For purposes of identifying comparable companies, the Company selected companies with comparable characteristics to it, including enterprise value, risk profiles, position within the industry, and with historical share price information sufficient to meet the expected life of the stock-based awards. The historical volatility data was computed using the daily closing prices for the selected companies' shares during the equivalent period of the calculated expected term of the stock-based awards. The Company intends to consistently apply this process using the same or similar comparable entities until a sufficient amount of historical information regarding the volatility of the Company's own share price becomes available.

Risk-Free Interest Rate

The risk-free interest rate is based on the U.S. Treasury zero coupon issues in effect at the time of grant for periods corresponding with the expected term of option.

Expected Dividend

The Company has never paid dividends on its common stock and has no plans to pay dividends on its common stock. Therefore, the Company used an expected dividend yield of zero.

The fair value of the stock options granted under the 2018 Plan, 2016 Plan, and 2015 Plan and the shares available for purchase under the 2016 ESPP were determined using the Black-Scholes option-pricing model. The following table summarizes the weighted-average assumptions used in calculating the fair value of the awards:

	Year Ended December 31,		
	2018	2017	2016
2018 Plan, 2016 Plan, and 2015 Plan			
Expected term (in years)	5.20	5.88	5.99
Expected volatility	74 %	86 %	87 %
Risk-free interest	2.42 %	2.00 %	1.28 %
Dividend yield	0 %	0 %	0 %
2016 ESPP			
Expected term (in years)	0.50	0.50	0.45
Expected volatility	66 %	78 %	82 %
Risk-free interest	2.20 %	1.06 %	0.50 %
Dividend yield	0 %	0 %	0 %

10. Defined Contribution Plan

In September 2016, the Company began to sponsor a 401(k) retirement plan in which substantially all of its full-time employees are eligible to participate. Participants may contribute a percentage of their annual compensation to this plan, subject to statutory limitations. During the years ended December 31, 2018, 2017, 2016, the Company provided $0.2 million, $0.1 million, and $0.1 million, respectively, in contributions to the plan.

11. Income Taxes

For the years ended December 31, 2018, 2017, and 2016, the Company recognized no provision or benefit from income taxes. The difference between the Company’s provision for income taxes and the amounts computed by applying the statutory federal income tax rate to income before income taxes is as follows (in thousands):

	Year Ended December 31,		
	2018	2017	2016
Tax provision derived by applying the federal statutory rate to income before income taxes	$(9,313)	$(9,260)	$(7,377)
Permanent differences and other	264	296	333
Federal tax credits	(1,211)	(1,294)	(1,921)
State tax credits	464	(284)	(404)
Change in tax rate	—	7,869	—
Change in the valuation allowance	9,796	2,673	9,369

Income tax expense /(benefit)	$—	$—	$—

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The components of the deferred tax assets and liabilities consist of the following (in thousands):

	December 31, 2018	2017
Deferred tax assets		
Net operating loss carryforward	$20,276	$12,170
Intangible assets	38	29
Accrued expense	508	333
Stock-based compensation	682	386
Federal tax credits	7,260	5,572
State tax credits	359	824
Other	73	75
Total deferred tax assets	29,196	19,389
Deferred tax liabilities		
Depreciable assets	$(74)	$(63)
Total deferred tax liabilities	(74)	(63)
Less: Valuation allowance	(29,122)	(19,326)
Deferred tax assets, net	$—	$—

On December 22, 2017, the 2017 Tax Act was signed into law making significant changes to the Internal Revenue Code. The legislation significantly changes U.S. tax law by, among other things, lowering corporate income tax rates from a maximum of 35% to a flat 21% rate and reducing the orphan drug credit from 50% to 25% of qualifying expenditures, effective for tax years beginning after December 31, 2017. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to reverse. As a result of the reduction in the U.S. corporate income tax rate under the 2017 Tax Act, the Company revalued its deferred tax assets and liabilities as of December 31, 2017 resulting in a $7.9 million decrease in net deferred assets, with a corresponding reduction in the valuation allowance. The accounting for the income tax effects of the 2017 Tax Act and related adjustments were completed and included in the financial statements as of and for the year ended December 31, 2017. There were no income tax effects from the 2017 Tax Act for the year ended December 31, 2018.

The Company has established a valuation allowance equal to the net deferred tax assets due to uncertainties regarding the realization of the deferred tax asset based on the Company’s lack of earnings history. The valuation allowance increased by $9.8 million, $2.7 million, and $9.4 million during the years ended December 31, 2018, 2017, and 2016, respectively, primarily due to continuing loss from operations.

As of December 31, 2018 and 2017, the Company had U.S. net operating loss carryforwards (“NOL”) of $96.6 million and $58.0 million, respectively. As of December 31, 2018 and 2017, the Company had U.S. tax credit carryforwards of $7.3 million and $5.6 million, respectively, and state tax credit carryforwards of $0.4 million and $1.0 million, respectively. The net operating loss and tax credit carryforwards will begin to expire in 2033, if not utilized. The net operating loss and credit carryforwards are subject to Internal Revenue Service adjustments until the statute closes on the year the net operating loss or tax credits are utilized.

As part of the PATH Act of 2015, certain eligible companies have the ability to convert a portion of their research tax credits to offset payroll tax liabilities. During the year ended December 31, 2017, the Company converted $0.5 million of its research tax credit to offset payroll tax liabilities. The Company did not convert any research tax credits to offset payroll tax liabilities during the years ended December 31, 2018 and 2016. As of December 31, 2018 and 2017, the Company held a payroll tax credit receivable of $0.3 million and $0.4 million, respectively, in prepaid expenses and other current assets and $0.0 million and $0.1 million, respectively, in other non-current assets.

The Company has not completed a study to assess whether an ownership change has occurred or whether there have been multiple ownership changes since the Company's formation due to the complexity and cost associated with such a study, and the fact that there may be additional such ownership changes in the future. If the Company has experienced an ownership change at any time since its formation, utilization of the NOL or R&D credit carryforwards would be subject to an annual limitation under Section 382 or 383 of the Internal Revenue Code, which is determined by first multiplying the value of the Company's stock at the time of the ownership change by the applicable long-term, tax-exempt rate, and then could be subject to additional adjustments, as required. Additionally, the separate return limitation year ("SRLY") rules may apply to losses of the Company's seven wholly-owned subsidiary corporations. The SRLY rules limit the consolidated group's use of a subsidiary corporation's net operating losses to the amount of income generated by the subsidiary corporation after it becomes a member of the group. Any limitation may result in expiration of a portion of the NOL or R&D credit carryforwards before utilization. Further, until a study is completed and any limitation known, no amounts are being considered as an uncertain tax position or disclosed as an unrecognized tax benefit. Additionally, the Company does not expect any unrecognized tax benefits to change significantly over the next twelve months. Due to the existence of the valuation allowance, future changes in the Company's unrecognized tax benefits will not impact its effective tax rate. Any carryforwards that will expire prior to utilization as a result of such limitations will be removed from deferred tax assets with a corresponding reduction of the valuation allowance.

The Company files income tax returns in the U.S. and state jurisdictions. The Company is subject to examination by taxing authorities in its significant jurisdictions for the 2015 and subsequent years. However, due to NOL and tax attribute carryovers, the taxing authorities have the ability to adjust the NOLs and other tax attributes related to closed years. As of December 31, 2018 and 2017, there were no amounts recorded for uncertain tax positions.

12. Net Loss Per Share

The Company computed net loss attributable per common stockholder using the two-class method required for participating securities through the date of the IPO. Immediately prior to the closing of the IPO, all outstanding convertible preferred stock was converted into common stock (see Note 7). The Company considered convertible preferred stock to be participating securities. In the event that the Company had paid out distributions, holders of convertible preferred stock would have participated in the distribution.

The two-class method is an earnings (loss) allocation method under which earnings (loss) per share is calculated for common stock and participating security considering a participating security's rights to undistributed earnings (loss) as if all such earnings (loss) had been distributed during the period. The convertible preferred stock did not have an obligation to fund losses and are therefore excluded from the calculation of basic net loss per share.

Basic and diluted net loss per share is computed by dividing net loss by the weighted-average number of that class of common stock outstanding during the period. For periods in which the Company generated a net loss, the Company does not include the potential impact of dilutive securities in diluted net loss per share, as the impact of these items is anti-dilutive.

The following weighted-average equity instruments were excluded from the calculation of diluted net loss per share because their effect would have been anti-dilutive for the periods presented:

	Year Ended December 31,		
	2018	2017	2016
Series A convertible preferred stock	—	—	611,392

Series B convertible preferred stock	—	—	1,407,097
Unvested restricted common stock	26,841	57,629	100,634
Options to purchase common stock	3,014,984	2,043,420	1,063,778

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13. Research and License Agreements

License Agreements

In December 2013, two of the Company's wholly owned subsidiaries, AECase, Inc. ("AECase") and AEMase, Inc. ("AEMase"), entered into license agreements with the University of Texas at Austin (the "University") under which the University granted to AECase and AEMase exclusive, worldwide, sublicenseable licenses. The University granted the AECase license under a patent application relating to the right to use technology related to the Company's AEB3103 product candidate. The University granted the AEMase license under a patent relating to the right to use technology related to the Company's AEB2109 product candidate.

In January 2017, the Company entered into an Amended and Restated Patent License Agreement (the "Restated License") with the University which consolidated the two license agreements, revised certain obligations, and licensed additional patent applications and invention disclosures to the Company. Pursuant to the terms of the Restated License, the Company may be required to pay the University up to $6.4 million in milestone payments based on the achievement of certain development milestones, including clinical trials and regulatory approvals, the majority of which are due upon the achievement of later development milestones, including a $5.0 million payment due on regulatory approval of a product and a $0.5 million payment payable on final regulatory approval of a product for a second indication. In addition, the Company is required to pay the University a low single-digit royalty on worldwide-net sales of products covered under Restated License, together with a revenue share on non-royalty consideration received from sublicensees. The rate of the revenue share ranges from 6.5% to 25% depending on the date the sublicense agreement is signed.

For the years ended December 31, 2018, 2017 and 2016, the Company paid $50,000, $30,000 and $10,000, respectively, in annual license fees.

In connection with the above license agreements, the Company also entered into a Sponsored Research Agreement (the "SRA") with the University in December 2013, which was subsequently amended. Under the terms of this research agreement, the Company engaged the University to perform certain nonclinical research activities related to the systemic depletion of amino acids for cancer and rare genetic disease therapy. The SRA expired on August 31, 2018. For the years ended December 31, 2018, 2017, and 2016, the Company paid $0.2 million, $0.6 million, and $0.8 million, respectively, to the University under the SRA.

14. Related Party Transactions

One of the founders ("Founder"), a non-employee member of the Company's board of directors, entered into a consulting agreement with the Company in 2014 under which the Founder would receive $50,000 per year for a fixed number of hours of consulting and advisory services and receive equity incentive shares, which converted into 43,290 restricted stock awards and 13,852 stock options upon the LLC Conversion, with the vesting contingent on time and performance milestones being achieved.

Effective November 7, 2018, the Founder resigned from his position as a member of the Company's board of directors and is no longer deemed a related party. Upon resigning, the board of directors approved the immediate vesting of all unvested stock options and restricted stock. Additionally, the exercise period was extended from 90 days to 180 days. The acceleration of vesting and extension of the exercise period resulted in additional stock-based compensation expense (see Note 9).

For the year ended December 31, 2018, there were no payments made to the Founder under the consulting agreement. In each of the years ended December 31, 2017 and 2016, the Company paid $50,000 to the Founder under the consulting agreement. As of December 31, 2018 and 2017, the Company had no outstanding liability to the related party.

15. Commitments and Contingencies

The Company leases office and laboratory space in Austin, Texas under operating leases that commenced in January 2015 and February 2017, respectively. The office lease was amended in September 2016 to increase office space and extend the term to December 31, 2020. In addition, the amended office lease provides for tenant improvement allowances on both the original space and expansion space totaling $0.2 million.

The Company signed a new laboratory lease agreement in October 2017 for the original laboratory space, which commenced on January 1, 2018. The laboratory lease was subsequently amended in October 2018 to increase the space and extend the lease term to September 30, 2021.

As provided in the office and laboratory leases, monthly lease payments are subject to annual increases through the lease term. The Company recognizes rent expense on a straight-line basis over the non-cancellable term of each lease.

The Company is subject to security deposit requirements under the terms of the amended office lease and laboratory lease agreements, totaling $48,000, until the expiration of the lease. The lessor is entitled to retain all or any part of the security deposit for payment in the event of any uncured default by the Company under the terms of the lease.

Future annual minimum lease payments due under non-cancellable operating leases at December 31 of each year are as follows (in thousands):

2019	$397
2020	409
2021	83
Thereafter	—
Total minimum lease payments	$889

For the years ended December 31, 2018, 2017, and 2016, the Company incurred $0.4 million, $0.4 million, and $0.2 million in rent expense under non-cancellable operating leases.

16. Subsequent Events

In February 2019, the Company issued and sold 4,625,000 shares of common stock at a public offering price of $8.00 per share and pre-funded warrants to purchase 4,000,000 shares of common stock at a public offering price of $7.9999 per warrant in an underwritten public offering pursuant to a shelf registration statement on Form S-3. This includes the full exercise by the underwriters of their option to purchase up to 1,125,000 additional shares of common stock. The net proceeds to the Company from this public offering were approximately $64.5 million, after deducting underwriting discounts and commissions of $4.1 million and estimated offering costs of $0.4 million.

17. Selected Quarterly Financial Data (Unaudited)

Selected quarterly results from operations for the years ended December 31, 2018 and 2017 are as follows (in thousands, except per share amounts):

	2018 Quarter Ended			
	March 31,	June 30,	September 30,	December 31,
Grant revenues	$1,510	$2,378	$ —	$ —
Loss from operations	(8,245)	(9,670)	(12,243)	(15,305)
Net loss	(8,119)	(9,414)	(11,917)	(14,898)
Basic and diluted net loss per common share	$(0.49)	$(0.46)	$ (0.54)	$ (0.62)

	2017 Quarter Ended			
	March 31,	June 30,	September 30,	December 31,
Grant revenues	$982	$1,479	$ 1,261	$ 1,483

Loss from operations	(6,331)	(6,720)	(7,998)	(6,627)
Net loss	(6,247)	(6,632)	(7,874)	(6,483)
Basic and diluted net loss per common share	$(0.47)	$(0.47)	$ (0.48)	$ (0.39)

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ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

None.

ITEM 9A. CONTROLS AND PROCEDURES

Evaluation of Disclosure Controls and Procedures

Our management, with the participation of our principal executive officer and our principal financial officer, evaluated, as of the end of the period covered by this Annual Report on Form 10-K, the effectiveness of our disclosure controls and procedures. Based on that evaluation of our disclosure controls and procedures as of December 31, 2018, our principal executive officer and principal financial officer concluded that our disclosure controls and procedures as of such date are effective at the reasonable assurance level. The term “disclosure controls and procedures,” as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended, or the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act are recorded, processed, summarized and reported within the time periods specified in the SEC’s rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports we file or submit under the Exchange Act is accumulated and communicated to our management, including our principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure. Management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and our management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Management’s Annual Report on Internal Control Over Financial Reporting

Our management is responsible for establishing and maintaining adequate internal control over financial reporting. Internal control over financial reporting is defined in Rules 13a-15(f) and 15d-15(f) promulgated under the Exchange Act as a process designed by, or under the supervision of, our principal executive and principal financial officers and effected by our board of directors, management and other personnel to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with U.S. GAAP. Our internal control over financial reporting includes those policies and procedures that:

- pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect our transactions and dispositions of our assets;

- provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with U.S. GAAP, and that our receipts and expenditures are being made only in accordance with authorizations of our management and directors; and

- provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use or disposition of our assets that could have a material effect on our financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Therefore, even those systems determined to be effective can provide only reasonable assurance with respect to financial statement preparation and presentation. Projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Our management, with the participation of our principal executive officer and principal financial officer, assessed the effectiveness of our internal control over financial reporting as of December 31, 2018. In making this assessment, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission (COSO) in its 2013 Internal Control – Integrated Framework. Based on our assessment, our management has concluded that, as of December 31, 2018, our internal control over financial reporting is effective based on those criteria.

This Annual Report on Form 10-K does not include an attestation report of our registered public accounting firm regarding internal control over financial reporting. For as long as we remain an "emerging growth company" as defined in Section 2(a) of the Securities Act of 1933, or the Securities Act, as modified by the Jumpstart Our Business Startups Act of 2012, we intend to take advantage of the exemption permitting us not to comply with the requirement that our independent registered public accounting firm provide an attestation on the effectiveness of our internal control over financial reporting.

Changes in Internal Control over Financial Reporting

There were no changes in our internal control over financial reporting that occurred during the quarter ended December 31, 2018 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

ITEM 9B. OTHER INFORMATION

None.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

The information required by this item is incorporated herein by reference to our Proxy Statement with respect to our 2019 Annual Meeting of Stockholders to be filed with the SEC within 120 days of the end of the fiscal year covered by this Annual Report on Form 10-K.

ITEM 11. EXECUTIVE COMPENSATION

The information required by this item is incorporated herein by reference to our Proxy Statement with respect to our 2019 Annual Meeting of Stockholders to be filed with the SEC within 120 days of the end of the fiscal year covered by this Annual Report on Form 10-K.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

The information required by this item is incorporated herein by reference to our Proxy Statement with respect to our 2019 Annual Meeting of Stockholders to be filed with the SEC within 120 days of the end of the fiscal year covered by this Annual Report on Form 10-K.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required by this item is incorporated herein by reference to our Proxy Statement with respect to our 2019 Annual Meeting of Stockholders to be filed with the SEC within 120 days of the end of the fiscal year covered by this Annual Report on Form 10-K.

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES

The information required by this item is incorporated herein by reference to our Proxy Statement with respect to our 2019 Annual Meeting of Stockholders to be filed with the SEC within 120 days of the end of the fiscal year covered by this Annual Report on Form 10-K.

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

The following documents are filed as part of this report:

1. Financial Statements

See Index to Financial Statements at Item 8 herein.

2. Financial Statement Schedules

All schedules are omitted because they are not applicable or the required information is shown in the financial statements or notes thereto.

3. Exhibits

Exhibit Number	Description of Document	Incorporate by Reference Form	File No.	Date of Filing	Exhibit No.	Filed Herewith
3.1*	Restated Certificate of Incorporation	S-1/A	333-205001	9/14/2015	3.2	
3.4*	Restated Bylaws	S-1/A	333-205001	9/14/2015	3.4	
4.1*	Form of Common Stock Certificate.	S-1/A	333-205001	9/14/2015	4.1	
4.2*	Amended and Restated Investors' Rights Agreement, dated March 10, 2015, by and among the Registrant and certain of its stockholders, as amended.	S-1	333-205001	6/16/2015	4.2	
4.3	Amendment #1, dated December 4, 2018, to Amendment and Restated Investors' Rights Agreement, as amended					X
4.4	Form of Pre-Funded Warrants	8-K	001-37722	2/7/2019	4.1	
10.1*	Form of Amended and Restated Indemnification Agreement.	10Q	001-37722	8/9/2018	10.1	
10.2*‡	2015 Equity Incentive Plan and forms of award agreements.	S-1	333-205001	6/16/2015	10.2	
10.3‡	2016 Equity Incentive Plan and forms of award agreements, as amended.	10Q	001-37722	11/8/2018	10.2	
10.4*‡	2016 Employee Stock Purchase Plan and forms of award agreements, as amended.					X
10.5*‡	2018 Equity Inducement Plan	S-8	333-223614	3/13/2018	99.2	
10.6*‡	Form of Stock Restriction Agreement.	S-1	333-205001	6/16/2015	10.5	

10.7*‡	Form of Severance Agreement	8-K	001-37722	4/16/2018	10.1
10.8*†	Sponsored Research Agreement No. UTA13-001113, dated December 24, 2013, between The University of Texas at Austin ("UT-Austin") and Aeglea BioTherapeutics, Inc., Aeglea Development Company, Inc., AERase, Inc., AEMase, Inc., AECase, Inc., AE4ase, Inc., AE5ase, Inc. and AE6ase., Inc., as amended.	10-Q	001-37722	11/7/2017	10.3

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Exhibit Number	Description of Document	Incorporate by Reference Form	File No.	Date of Filing	Exhibit No.	Filed Herewith
10.9*	Office Lease, dated November 24, 2014, between Barton Oaks Office Center, LLC and the Registrant.	S-1	333-205001	6/16/2015	10.11	
10.10*	First Amendment to Office Lease and Assignment and Assumption of Lease dated September 20, 2016 to Office Lease dated November 24, 2014, between Barton Oaks Office Center, LLC, Aeglea Development Company, Inc., and Aeglea BioTherapeutics, Inc.	10-Q	001-37722	11/9/2016	10.1	
10.11*‡	Consulting Agreement, dated February 18, 2014, by and between the Registrant and George Georgiou.	S-1	333-205001	6/16/2015	10.12	
10.12#	Amended and Restated Patent License Agreement No. PM1401501, dated January 31, 2017, between the Registrant and The University of Texas at Austin on behalf of the Board of Regents of the University of Texas system					X
10.13*†	Cancer Research Grant Contract, dated June 15, 2015, between AERase, Inc. and the Cancer Prevention Research Institute of Texas.	S-1	333-205001	6/16/2015	10.15	
10.14‡	Offer Letter, dated June 16, 2014, issued by the Registrant to Mr. Charles N. York II.	10-K	001-37722	3/23/2017	10.19	
10.15‡	Offer Letter, dated June 20, 2017, issued by the Registrant to Dr. James Wooldridge.	10-K	001-37722	3/13/2018	10.17	
10.16	Offer Letter, dated July 18, 2018, by and between the Registrant and Anthony G. Quinn	8-K	001-37722	7/23/2018	10.1	
10.17	Severance Agreement, dated July 18, 2018, by and between the Registrant and Anthony G. Quinn	8-K	001-37722	7/23/2018	10.2	
10.18#	Master Services Agreement, dated November 26, 2018, between the Registrant, Fujifilm Diosynth Biotechnologies UK Limited, Fujifilm Diosynth Biotechnologies Texas, LLC, and Fujifilm Diosynth Biotechnologies U.S.A, Inc.					X

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		Incorporate by Reference				
Exhibit Number	Description of Document	Form	File No.	Date of Filing	Exhibit No.	Filed Herewith
21.1*	Subsidiaries of the Registrant.	S-1	333-205001	6/16/2015	21.1	
23.1	Consent of independent registered public accounting firm.					X
24.1	Power of Attorney. Reference is made to the signature page hereto.					X
31.1	Certification of the Principal Executive Officer pursuant to Rule 13a-14(a) or 15d-14(a) of the Securities Exchange Act of 1934.					X
31.2	Certification of the Principal Financial Officer, pursuant to Rule 13a-14(a) or 15d-14(a) of the Securities Exchange Act of 1934.					X
32.1(1)	Certification of the Principal Executive Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.					X
32.2(1)	Certification of the Principal Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.					X
101.INS	XBRL Instance Document.					X
101.SCH	XBRL Taxonomy Extension Schema Document.					X
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document.					X
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document.					X
101.LAB	XBRL Taxonomy Extension Labels Linkbase Document.					X
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document					X

* Previously filed.
† Confidential treatment has been granted for portions of this exhibit pursuant to Rule 406 of the Securities Act, or Rule 24b-2 of the Exchange Act. The Registrant has omitted and filed separately with the SEC the confidential portions of this exhibit.
‡ Indicates management contract or compensatory plan.
#

Registrant has omitted portions of the referenced exhibit and filed such exhibit separately with the Securities and Exchange Commission pursuant to a request for confidential treatment under Rule 24b-2 promulgated under the Exchange Act.

(1) The certifications on Exhibit 32 hereto are deemed not "filed" for purposes of Section 18 of the Exchange Act or otherwise subject to the liability of that Section. Such certifications will not be deemed incorporated by reference into any filing under the Securities Act or the Exchange Act.

ITEM 16. FORM 10-K SUMMARY

None.

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SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: March 7, 2019

AEGLEA BIOTHERAPEUTICS, INC.

By: /s/ Anthony G. Quinn, M.B Ch.B, Ph.D.
Anthony G. Quinn, M.B Ch.B, Ph.D.
President, Chief Executive Officer and Director
(Principal Executive Officer)

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Anthony G. Quinn, M.B. Ch.B, Ph.D. and Charles N. York II, jointly and severally, his or her attorneys-in-fact, each with the power of substitution, for him or her in any and all capacities, to sign any amendments to this Report on Form 10-K and to file same, with exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, hereby ratifying and confirming all that each of said attorneys-in-fact, or his substitutes, may do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Exchange Act of 1934, this Report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

Signature	Title	Date
/s/ Anthony G. Quinn, M.B Ch.B, Ph.D. Anthony G. Quinn, M.B. Ch.B, Ph.D.	President, Chief Executive Officer and Director (Principal Executive Officer)	March 7, 2019
/s/ Charles N. York II Charles N. York II	Chief Financial Officer and Vice President (Principal Accounting Officer and Principal Financial Officer)	March 7, 2019
/s/ Russell J. Cox Russell J. Cox	Director	March 7, 2019
/s/ Sandesh Mahatme, LLM Sandesh Mahatme, LLM	Director	March 7, 2019
/s/ Armen Shanafelt, Ph.D. Armen Shanafelt, Ph.D.	Director	March 7, 2019
/s/ Suzanne Bruhn, Ph.D.	Director	March 7, 2019

Suzanne Bruhn, Ph.D.

/s/ Ivana Magovcevic-Liebisch, Ph.D. Ivana Magovcevic-Liebisch, Ph.D.	Director	March 7, 2019
/s/ Bryan Lawlis, Ph.D. Bryan Lawlis, Ph.D.	Director	March 7, 2019

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