

# CERUS CORP

## FORM 8-K (Current report filing)

Filed 06/29/11 for the Period Ending 06/27/11

Address	2550 STANWELL DRIVE CONCORD, CA 94520
Telephone	9252886000
CIK	0001020214
Symbol	CERS
SIC Code	3841 - Surgical and Medical Instruments and Apparatus
Industry	Biotechnology & Drugs
Sector	Healthcare
Fiscal Year	12/31

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): June 27, 2011**

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**CERUS CORPORATION**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-21937**  
(Commission  
File No.)

**68-0262011**  
(IRS Employer  
Identification No.)

**2550 Stanwell Drive  
Concord, California 94520**  
(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code: (925) 288-6000**

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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))
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**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.*****Resignation of William R. Rohn***

On June 27, 2011, William R. Rohn informed the Board of Directors (the “Board”) of Cerus Corporation (the “Company”) that he was resigning as a member of the Board and as a member of the Audit Committee and Nominating and Corporate Governance Committee (the “Governance Committee”) of the Board, effective immediately. This decision was not the result of a disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

***Election of Daniel Swisher as a member of the Board***

On June 27, 2011, the Governance Committee recommended, and the Board approved, the election of Daniel Swisher, as a member of the Board and as a member of the Audit Committee and Governance Committee, effective concurrently with Mr. Rohn’s resignation, to serve until the 2012 annual meeting of the Company’s stockholders. As a member of the Board, the Audit Committee and the Governance Committee, Mr. Swisher will receive the compensation for his services set forth in the Company’s Non-Employee Director Compensation Policy.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press Release, dated June 29, 2011, entitled “Cerus Corporation Announces Changes to Board of Directors”

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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.

Dated: June 29, 2011

**CERUS CORPORATION**

By: /S/ Kevin D. Green

Kevin D. Green

Vice President, Finance and Chief Accounting Officer



### **Cerus Corporation Announces Changes to Board of Directors**

CONCORD, Calif.—(BUSINESS WIRE) – June 29, 2011— Cerus Corporation (NASDAQ: CERS) today announced that it has appointed Daniel Swisher to its Board of Directors. Mr. Swisher replaces William R. Rohn, who has announced his retirement from the Cerus Board after serving as director since 2002.

Mr. Swisher has served as chief executive officer and member of the Board of Sunesis Pharmaceuticals, Inc. since 2003, and as Sunesis' president since 2005. He joined Sunesis in 2001, previously serving as chief business officer and chief financial officer. Prior to joining Sunesis, he served in various management roles, including senior vice president of sales and marketing for ALZA Corporation from 1992 to 2001. He holds a B.A. in History from Yale University and an M.B.A. from the Stanford Graduate School of Business.

“Dan’s extensive industry experience will make him a valuable member of Cerus’ Board as the company expands its markets for the INTERCEPT Blood System and works toward commercialization of the INTERCEPT red blood cell system,” said B.J. Cassin, chairman of the Cerus Board. “On behalf of the entire Board, I would also like to recognize Bill Rohn for his significant contributions to Cerus throughout his nine years as a director and wish him well in his future endeavors.”

### **ABOUT CERUS**

Cerus Corporation is a biomedical products company focused on commercializing the INTERCEPT Blood System to enhance blood safety. The INTERCEPT system is designed to reduce the risk of transfusion-transmitted diseases by inactivating a broad range of pathogens such as viruses, bacteria and parasites that may be present in donated blood. The nucleic acid targeting mechanism of action enables INTERCEPT treatment to inactivate established transfusion threats, such as hepatitis B and C, HIV, West Nile virus and bacteria, and is designed to inactivate emerging pathogens such as influenza, malaria and dengue. Cerus currently markets and sells the INTERCEPT Blood System for both platelets and plasma in Europe, the Commonwealth of Independent States, the Middle East and selected countries in other regions around the world. The INTERCEPT red blood cell system is in clinical development. See <http://www.cerus.com> for more information.

INTERCEPT and the INTERCEPT Blood System are trademarks of Cerus Corporation.

*This press release contains forward-looking statements. Any statements contained in this press release that are not statements of historical fact may be deemed to be forward-looking statements, including, without limitation, statements relating to the market potential for the INTERCEPT Blood System and commercialization of the INTERCEPT red blood cell system. These forward-looking statements are based upon the company’s current expectations. Actual results could differ materially from these forward-looking statements as a result of certain factors, including, without limitation, risks associated with market acceptance and commercialization of the INTERCEPT Blood System, as well as other risks detailed in the Cerus’ filings with the Securities and Exchange Commission (SEC), including in Cerus’ quarterly report on Form 10-Q for the quarter ended March 31, 2011, filed with the SEC on May 6, 2011. You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Cerus does not undertake any obligation to update any forward-looking statements as a result of new information, future events, changed assumptions or otherwise.*



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