

**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): September 19, 2023**

**Stoke Therapeutics, Inc.**

(Exact name of Registrant as Specified in Its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-38938**  
(Commission  
File Number)

**47-1144582**  
(IRS Employer  
Identification No.)

**45 Wiggins Ave**  
**Bedford, Massachusetts**  
(Address of Principal Executive Offices)

**01730**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (781) 430-8200**

(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:**

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.0001 par value per share	STOK	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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

(d) On September 19, 2023, following the recommendation of the Nominating and Corporate Governance Committee, the Board of Directors (the “Board”) of Stoke Therapeutics, Inc. (“Stoke” or the “Company”) elected Ian F. Smith, to serve on the Board as a Class II director, effective immediately. Mr. Smith shall hold office for a term expiring at the 2024 Annual Meeting of Stoke’s stockholders, which is the next stockholder meeting at which Class II directors will be elected. There is no arrangement or understanding between Mr. Smith and any other persons pursuant to which Mr. Smith was selected as a director. Mr. Smith is not a party to and does not have any direct or indirect material interest in any transaction with Stoke required to be disclosed under Item 404(a) of Regulation S-K. The Board determined that Mr. Smith qualifies as an independent director pursuant to the Securities Act of 1933, as amended and the listing standards of the Nasdaq Stock Market, in each case as currently in effect. Mr. Smith also entered into Stoke’s standard form of indemnity agreement for its directors and executive officers, which was filed as Exhibit 10.1 to Stoke’s S-1 Registration Statement, as filed with the Securities and Exchange Commission on June 7, 2019.

In connection with his appointment to the Board, and in accordance with the Company’s non-employee director compensation program, Mr. Smith will receive an annual cash retainer of \$40,000 for serving on the Board. In addition, in accordance with the Company’s 2019 Equity Incentive Plan (the “Plan”), on the effective date of his appointment, Mr. Smith will be granted an initial stock option to purchase 96,340 shares of the Company’s common stock, which represents a target grant date fair value of approximately \$305,000 as calculated in accordance with ASC 718, and will vest in twelve substantially equal quarterly installments on each quarterly anniversary of the date of grant. Mr. Smith will also be entitled to an annual stock option grant in accordance with the Plan.

On September 19, 2023, the Company issued a press release regarding Mr. Smith’s appointment, which is included as Exhibit 99.1 to this Form 8-K. The information in Exhibit 99.1 is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section. The information in Exhibit 99.1 shall not be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	<a href="#">Press release issued by Stoke Therapeutics, Inc. dated September 20, 2023</a>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

**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.

**STOKE THERAPEUTICS, INC.**

Date: September 20, 2023

By: /s/ Stephen J. Tulipano

**Stephen J. Tulipano**  
**Chief Financial Officer**

## Stoke Therapeutics Appoints Ian Smith to its Board of Directors

*– Mr. Smith brings significant experience in the successful development and commercialization of medicines for rare genetic diseases –*

**BEDFORD, Mass., September 20, 2023** – Stoke Therapeutics, Inc. (Nasdaq: STOK), a biotechnology company dedicated to addressing the underlying cause of severe diseases by upregulating protein expression with RNA-based medicines, today announced the appointment of Ian Smith to its Board of Directors effective September 19.

“Ian brings more than two decades of significant executive management experience in the life sciences industry, with a strong track record of successfully building valuable biotech businesses,” said Edward M. Kaye, M.D., Chief Executive Officer of Stoke Therapeutics. “His diverse experience in developing disease-modifying medicines for severe genetic diseases along with his deep strategic, operating and financial expertise will make him an integral resource for the Stoke team, especially as we work to advance STK-001 for Dravet syndrome into a Phase 3 program and build a global organization.”

“Stoke’s approach to targeting the underlying cause of severe diseases by upregulating protein expression represents a unique opportunity to develop first-in-class disease-modifying new medicines for many diseases that have been challenging to treat with existing approaches,” said Mr. Smith. “I am pleased to join Stoke’s Board of Directors and look forward to working with the team to help them achieve their goals. Together, I believe we have the opportunity to fundamentally change the way certain diseases are treated, starting with Dravet syndrome.”

Ian F. Smith is a director of Stoke Therapeutics. He serves as a Senior Advisor to Bain Capital Life Sciences since January 2021. Mr. Smith also serves as Executive Chair of the Board of Directors of Solid Biosciences (Nasdaq: SLDB), as a director of Foghorn Therapeutics (Nasdaq: FHTX), Alkeus Pharmaceuticals and iVexSol Inc, and formerly as a director and Executive Chair of the board of ViaCyte, Inc. (acquired September 2022). Between 2001 and 2019, Mr. Smith served as Executive Vice President and Chief Operating Officer, and Chief Financial Officer at Vertex Pharmaceuticals. He holds a B.A. with honors in accounting and finance from Manchester Metropolitan University (UK).

### About Stoke Therapeutics

Stoke Therapeutics (Nasdaq: STOK), is a biotechnology company dedicated to addressing the underlying cause of severe diseases by upregulating protein expression with RNA-based medicines. Using Stoke’s proprietary TANGO (Targeted Augmentation of Nuclear Gene Output) approach, Stoke is developing antisense oligonucleotides (ASOs) to selectively restore protein levels. Stoke’s first compound, STK-001, is in clinical testing for the treatment of Dravet syndrome, a severe and progressive genetic epilepsy. Dravet syndrome is one of many diseases caused by a haploinsufficiency, in which a loss of ~50% of normal protein levels leads to disease. Stoke is pursuing the development of STK-002 for the treatment of autosomal dominant optic atrophy (ADOA), the most common inherited optic nerve disorder. Stoke’s initial focus is haploinsufficiencies and diseases of the central nervous system and the eye, although proof of concept has been demonstrated in other organs, tissues, and systems, supporting its belief in the broad potential for its proprietary approach. Stoke is headquartered in Bedford, Massachusetts with offices in Cambridge, Massachusetts. For more information, visit <https://www.stoketherapeutics.com/> or follow Stoke on X @StokeTx.

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