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): March 25, 2021

Bellerophon Therapeutics, Inc.

(Exact Name of Registrant as Specified in Charter)

| | Delaware | 001-36845 | 47-3116175 |
|---|--|-------------------|---|
| (Sta | ate or Other Jurisdiction of | (Commission | (IRS Employer |
| | Incorporation) | File Number) | Identification No.) |
| | | | |
| | 184 Liberty Corner Road, Suite 302 | | |
| | Warren, New Jersey | | 07059 |
| | (Address of Principal Executive Offices) | | (Zip Code) |
| Registrant's telephone number, including area code: (908) 574-4770 | | | |
| (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 (<i>see</i> 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)) | | | |
| Securities registered pursuant to Section 12(b) of the Act: | | | |
| | Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
| Com | mon Stock, \$0.01 par value per share | BLPH | The Nasdaq Capital 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 | | | |
| | 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. | | |
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 25, 2021, Jonathan Peacock, currently Chairman of the Board of Directors (the "Board") of Bellerophon Therapeutics, Inc. (the "Company"), with a term expiring at the Company's 2021 Annual Meeting of Stockholders ("2021 Annual Meeting"), notified the Company that he will not stand for re-election to the Board at the 2021 Annual Meeting. Mr. Peacock's decision was not based on any disagreement with the Company, the Company's management or the Board. Mr. Peacock will remain a director of the Company until the 2021 Annual Meeting. The Company intends to announce a successor to Mr. Peacock as Chairman of the Board prior to its upcoming annual meeting of stockholders on May 26, 2021.

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.

Date: March 31, 2021

BELLEROPHON THERAPEUTICS, INC.

By: /s/ Assaf Korner

Name: Assaf Korner

Title: Chief Financial Officer