

**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): May 31, 2023

Acorda Therapeutics, Inc.

(Exact name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-31938
(Commission File Number)

13-3831168
(IRS Employer
Identification No.)

**2 Blue Hill Plaza
3rd Floor
Pearl River, New York**
(Address of Principal Executive Offices)

10965
(Zip Code)

Registrant's Telephone Number, Including Area Code: 914 347-4300

(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, par value \$0.001 per share	ACOR	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 8.01. Other Events.

On May 31, 2023, Acorda Therapeutics, Inc. (the “Company”) announced that it intends to conduct a reverse stock split at a ratio of 1-for-20, such that for each twenty shares of the Company’s common stock, \$0.001 par value per share, will be combined into one share of common stock, \$0.001 par value per share, and the authorized shares of common stock shall decrease proportionally on a 1-for-20 basis (together, the “Reverse Stock Split”). The Reverse Stock Split will be effective at 4:01 p.m., Eastern Time, on June 2, 2023. The Company expects that upon the opening of trading on June 5, 2023, the Company’s common stock will begin trading on a post-split basis under CUSIP number 00484M700. The Reverse Stock Split is being effected to regain compliance with the \$1.00 per share minimum closing price required to maintain continued listing on The Nasdaq Global Select Market.

The Reverse Stock Split will apply equally to all outstanding shares of the common stock, and each stockholder will hold the same percentage of common stock outstanding immediately following the Reverse Stock Split as that stockholder held immediately prior to the Reverse Stock Split, except for adjustments that may result from the treatment of fractional shares. The Company will not issue any fractional shares in connection with the Reverse Stock Split, and no cash or other consideration will be paid. Instead, the number of shares issued in connection with the Reverse Stock Split will be rounded up to the next whole share. The Reverse Stock Split will not modify the rights or preferences of the common stock. As a result of the proportionate reduction in the number of authorized shares of common stock, the Reverse Stock Split will result in the number of authorized shares of common stock being reduced from 61,666,666 to 3,083,333.

As previously reported in the Company’s Current Report on Form 8-K filed on November 14, 2022, on November 11, 2022, the Company’s stockholders approved a proposal to authorize the Company’s board of directors to approve an amendment and restatement of the Company’s certificate of incorporation to effect a reverse stock split of the Company’s common stock by a ratio of any whole number in the range of 1-for-2 to 1-for-20, and a corresponding reduction in the number of authorized shares of the Company’s common stock, within one year following the conclusion of the Special Meeting of Stockholders on November 11, 2022.

On May 31, 2023, the Company issued a press release announcing the Reverse Stock Split. A copy of the press release is being filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated May 31, 2023.
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.

Acorda Therapeutics, Inc.

Date: May 31, 2023

By: /s/ Michael Gesser

Michael Gesser
Chief Financial Officer and Treasurer

**CONTACT:**

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FOR IMMEDIATE RELEASE

Acorda Therapeutics to Conduct 1-for-20 Reverse Stock Split

PEARL RIVER, NY – May 31, 2023 – Acorda Therapeutics, Inc. (Nasdaq: ACOR) today announced that it will conduct a reverse stock split of its outstanding and authorized shares of common stock at a ratio of 1-for-20. The reverse stock split will become effective at 4:01 p.m. Eastern Time, on June 2, 2023. The Company's common stock will begin trading on a post-split basis at the market open on June 5, 2023. The reverse stock split is being effected to regain compliance with the \$1.00 per share minimum closing price required to maintain continued listing on The Nasdaq Global Select Market.

The reverse stock split will apply equally to all outstanding shares of the common stock, and each stockholder will hold the same percentage of common stock outstanding immediately following the reverse stock split as that stockholder held immediately prior to the reverse stock split, except for adjustments that may result from the treatment of fractional shares. The Company will not issue any fractional shares in connection with the reverse stock split, and the number of shares issued will be rounded up to the next whole share. The reverse stock split will not modify the rights or preferences of the common stock. As a result of the proportionate reduction in the number of authorized shares of common stock, the reverse stock split will result in the number of authorized shares of common stock being reduced from 61,666,666 to 3,083,333.

As previously reported in the Company's Current Report on Form 8-K filed on November 14, 2022, on November 11, 2022, the Company's stockholders approved a proposal to authorize the Company's board of directors to approve an amendment and restatement of the Company's certificate of incorporation to effect a reverse stock split of the Company's common stock by a ratio of any whole number in the range of 1-for-2 to 1-for-20, and a corresponding reduction in the number of authorized shares of the Company's common stock, within one year following the conclusion of the Special Meeting of Stockholders on November 11, 2022.

About Acorda Therapeutics

Acorda Therapeutics develops therapies to restore function and improve the lives of people with neurological disorders. INBRIJA[®] is approved for intermittent treatment of OFF episodes in adults with Parkinson's disease treated with carbidopa/levodopa. INBRIJA is not to be used by patients who take or have taken a nonselective monoamine oxidase inhibitor such as phenelzine or tranylcypromine within the last two weeks. INBRIJA utilizes Acorda's innovative ARCUS[®] pulmonary delivery system, a technology platform designed to deliver medication through inhalation. Acorda also markets the branded AMPYRA[®] (dalfampridine) Extended Release Tablets, 10 mg.

Forward-Looking Statements

This press release includes forward-looking statements. All statements, other than statements of historical facts, regarding management's expectations, beliefs, goals, plans or prospects should be considered forward-looking. These statements are subject to risks and uncertainties that could cause actual results to differ materially, including: we may not be able to successfully market INBRIJA, AMPYRA or any other products under development; the COVID-19 pandemic, including related restrictions on in-person interactions and travel, and the potential for illness, quarantines and vaccine mandates affecting our management, employees or consultants or those that work for other companies we rely upon, could have a material adverse effect on our business operations or product sales; our ability to attract and retain key management and other

personnel, or maintain access to expert advisors; our ability to raise additional funds to finance our operations, repay outstanding indebtedness or satisfy other obligations, and our ability to control our costs or reduce planned expenditures; the reverse stock split and its impact on the trading of our common stock; risks related to the successful implementation of our business plan, including the accuracy of its key assumptions; risks related to our corporate restructurings, including our ability to outsource certain operations, realize expected cost savings and maintain the workforce needed for continued operations; risks associated with complex, regulated manufacturing processes for pharmaceuticals, which could affect whether we have sufficient commercial supply of INBRIJA or AMPYRA to meet market demand; our reliance on third-party manufacturers for the timely production of commercial supplies of INBRIJA and AMPYRA; third-party payers (including governmental agencies) may not reimburse for the use of INBRIJA or AMPYRA at acceptable rates or at all and may impose restrictive prior authorization requirements that limit or block prescriptions; reliance on collaborators and distributors to commercialize INBRIJA and AMPYRA outside the U.S.; our ability to satisfy our obligations to distributors and collaboration partners outside the U.S. relating to commercialization and supply of INBRIJA and AMPYRA; competition for INBRIJA and AMPYRA, including increasing competition and accompanying loss of revenues in the U.S. from generic versions of AMPYRA (dalfampridine) following our loss of patent exclusivity; the ability to realize the benefits anticipated from acquisitions because, among other reasons, acquired development programs are generally subject to all the risks inherent in the drug development process and our knowledge of the risks specifically relevant to acquired programs generally improves over time; the risk of unfavorable results from future studies of INBRIJA (levodopa inhalation powder) or from other research and development programs, or any other acquired or in-licensed programs; the occurrence of adverse safety events with our products; the outcome (by judgment or settlement) and costs of legal, administrative or regulatory proceedings, investigations or inspections, including, without limitation, collective, representative or class-action litigation; failure to protect our intellectual property, to defend against the intellectual property claims of others or to obtain third-party intellectual property licenses needed for the commercialization of our products; and failure to comply with regulatory requirements could result in adverse action by regulatory agencies.

These and other risks are described in greater detail in our filings with the Securities and Exchange Commission. We may not actually achieve the goals or plans described in our forward-looking statements, and investors should not place undue reliance on these statements. Forward-looking statements made in this press release are made only as of the date hereof, and we disclaim any intent or obligation to update any forward-looking statements as a result of developments occurring after the date of this press release, except as may be required by law.

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