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 27, 2020

MYRIAD GENETICS, INC.
(Exact name of registrant as specified in its charter)

Delaware	**0-26642**	**87-0494517**
(State or other jurisdiction of incorporation)	**(Commission File Number)**	**(IRS Employer Identification No.)**

320 Wakara Way
Salt Lake City, Utah 84108
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (801) 584-3600

Not Applicable
(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 (*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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	**Trading Symbol(s)**	**Name of each exchange on which registered**
Public Common Stock, $0.01 par value	MYGN	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

(b) On May 27, 2020, John T. Henderson, M.D. announced that he will retire from the Board of Directors (the "Board") of Myriad Genetics, Inc. ("Myriad"), effective as of the date of Myriad's 2020 Annual Meeting of Stockholders.

(d) On May 27, 2020, the Board approved an increase in the size of the Board from eight to nine members and appointed Daniel Spiegelman to fill the newly created vacancy, effective immediately, to serve as a Class I Director with a term expiring at Myriad's 2021 Annual Meeting of Stockholders. The Board has determined that Mr. Spiegelman meets the independence requirements of the Securities and Exchange Commission and the Nasdaq Stock Market Rules and qualifies as an "audit committee financial expert." The Board appointed Mr. Spiegelman to serve on the Audit Committee of the Board, effective immediately.

Mr. Spiegelman will be compensated for his service as director on the same basis as other non-employee directors of Myriad, as more fully described in the "Director Compensation" section of Myriad's definitive proxy statement for the 2019 Annual Meeting of Stockholders filed with the Securities and Exchange Commission on October 16, 2019. Pursuant to Myriad's non-employee director compensation policy, in connection with his appointment to the Board Mr. Spiegelman was granted a restricted stock unit award for shares of our common stock having an aggregate value of $300,000. The foregoing grant will vest one year following the grant date. Mr. Spiegelman will also enter into Myriad's standard indemnification agreement for directors and executive officers.

There are no arrangements or understandings between Mr. Spiegelman and any other person pursuant to which he was selected to serve on the Board, and Mr. Spiegelman is not party to any related party transactions required to be reported pursuant to Item 404(a) of Regulation S-K.

On May 28, 2020, Myriad issued a press release announcing Mr. Spiegelman's appointment to the Board and Dr. Henderson's retirement from the Board, a copy of which is attached to this Current Report on Form 8-K as Exhibit 99.1.

ITEM 9.01 Financial Statements and Exhibits.

Exhibit Number	Description
99.1	Press Release, dated May 28, 2020.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

The exhibit(s) may contain hypertext links to information on our website or other parties' websites. The information on our website and other parties' websites is not incorporated by reference into this Current Report on Form 8-K and does not constitute a part of this Form 8-K.

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.

MYRIAD GENETICS, INC.

Date: May 28, 2020

By: /s/ R. Bryan Riggsbee
R. Bryan Riggsbee
Interim President and Chief Executive Officer, Chief Financial Officer

Exhibit 99.1

News Release

Media Contact: Jared Maxwell (801) 505-5027 jmaxwell@myriad.com
Investor Contact: Scott Gleason (801) 584-1143 sgleason@myriad.com

Myriad Genetics Appoints Daniel K. Spiegelman to the Board of Directors and Announces Upcoming Retirement of John T. Henderson, M.D.

SALT LAKE CITY, May 28, 2020 – Myriad Genetics, Inc. (NASDAQ: MYGN), a global leader in molecular diagnostics and precision medicine, today announced the election of Daniel K. Spiegelman, age 61, to its Board of Directors, effective immediately, expanding the Board to nine members. Additionally, Mr. Spiegelman was appointed to the audit committee of Myriad's Board.

Mr. Spiegelman has served as a Chief Financial Officer in several diversified biotechnology companies spanning 30 years. He was most recently Executive Vice President and Chief Financial Officer of BioMarin Pharmaceuticals, Inc., a pharmaceutical company focused on development of first-in-class and best-in-class therapeutics for rare genetic diseases. Having retired from that position after eight years, Dan now serves on the board of Tizona Therapeutics, Inc., a private pharmaceutical company, and has previously served on a number of public and private biotech company boards.

"We are excited to welcome Dan to the Myriad Board," said Louise Phanstiel, Chair of the Board of Myriad. "Dan brings a deep understanding of the biotech industry along with strong finance, M&A and business development experience. His background of creating value and growing early stage as well as established companies will provide useful strategic insights in executing our global strategy for molecular diagnostics and precision medicine."

The Company also announced today that Director John T. Henderson, M.D. will retire from the board at the Company's Annual Meeting in December 2020. Dr. Henderson joined the Board of Myriad in 2004 and has served as Chair of the Board from April 2005 through March 2020.

"It has been a privilege to play a part of Myriad's journey in becoming a leader in providing trusted healthcare advice to patients and their physicians," said Henderson. "I have treasured the opportunity to work with so many Myriad employees whose passion and dedication to pioneering best of class precision medicine is unsurpassed. I certainly look forward to the company's continued growth and success."

In commenting on Dr. Henderson's pending retirement, Louise Phanstiel said, "The Board sincerely appreciates all of John's many contributions to Myriad as a leader, a colleague and friend. John has led with integrity and caring about Myriad's Vision and Mission. He will be deeply missed and we wish him all the best."

About Myriad Genetics

Myriad Genetics Inc., is a leading personalized medicine company dedicated to being a trusted advisor transforming patient lives worldwide with pioneering molecular diagnostics. Myriad discovers and commercializes molecular diagnostic tests that: determine the risk of developing disease, accurately diagnose disease, assess the risk of disease progression, and guide treatment decisions across six major medical specialties where molecular diagnostics can significantly improve patient care and lower healthcare costs. Myriad is focused on three strategic imperatives: transitioning and expanding its hereditary cancer testing markets, diversifying its product portfolio through the introduction of new products and increasing the revenue contribution from international markets. For more information on how Myriad is making a difference, please visit the Company's website: www.myriad.com.

Myriad, the Myriad logo, BART, BRAC*Analysis*, Colaris, Colaris AP, myPath, myRisk, Myriad myRisk, myRisk Hereditary Cancer, myChoice, myPlan, BRACAnalysis CDx, Tumor BRACAnalysis CDx, myChoice HRD, Vectra, Prequel, ForeSight, GeneSight and Prolaris are trademarks or registered trademarks of Myriad Genetics, Inc. or its wholly owned subsidiaries in the United States and foreign countries. MYGN-F, MYGN-G.

Lynparza is a registered trademark of AstraZeneca.

Safe Harbor Statement

This press release contains "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including statements related to Mr. Spiegelman providing useful strategic insights in executing the Company's global strategy for molecular diagnostics and precision medicine; Dr. Henderson retiring from the board at the Company's Annual Meeting in December 2020; and the Company's strategic directives under the caption "About Myriad Genetics." These "forward-looking statements" are based on management's current expectations of future events and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by forward-looking statements. These risks and uncertainties include, but are not limited to: uncertainties associated with COVID-19, including its possible effects on our operations and the demand for our products and services; our ability to efficiently and flexibly manage our business

amid uncertainties related to COVID-19; the risk that sales and profit margins of our molecular diagnostic tests and pharmaceutical and clinical services may decline; risks related to our ability to transition from our existing product portfolio to our new tests, including unexpected costs and delays; risks related to decisions or changes in governmental or private insurers' reimbursement levels for our tests or our ability to obtain reimbursement for our new tests at comparable levels to our existing tests; risks related to increased competition and the development of new competing tests and services; the risk that we may be unable to develop or achieve commercial success for additional molecular diagnostic tests and pharmaceutical and clinical services in a timely manner, or at all; the risk that we may not successfully develop new markets for our molecular diagnostic tests and pharmaceutical and clinical services, including our ability to successfully generate revenue outside the United States; the risk that licenses to the technology underlying our molecular diagnostic tests and pharmaceutical and clinical services and any future tests and services are terminated or cannot be maintained on satisfactory terms; risks related to delays or other problems with operating our laboratory testing facilities and our healthcare clinic; risks related to public concern over genetic testing in general or our tests in particular; risks related to regulatory requirements or enforcement in the United States and foreign countries and changes in the structure of the healthcare system or healthcare payment systems; risks related to our ability to obtain new corporate collaborations or licenses and acquire new technologies or businesses on satisfactory terms, if at all; risks related to our ability to successfully integrate and derive benefits from any technologies or businesses that we license or acquire; risks related to our projections about our business, results of operations and financial condition; risks related to the potential market opportunity for our products and services; the risk that we or our licensors may be unable to protect or that third parties will infringe the proprietary technologies underlying our tests; the risk of patent-infringement claims or challenges to the validity of our patents or other intellectual property; risks related to changes in intellectual property laws covering our molecular diagnostic tests and pharmaceutical and clinical services and patents or enforcement in the United States and foreign countries, such as the Supreme Court decisions in *Mayo Collab. Servs. v. Prometheus Labs., Inc.*, 566 U.S. 66 (2012), *Ass'n for Molecular Pathology v. Myriad Genetics, Inc.*, 569 U.S. 576 (2013), and *Alice Corp. v. CLS Bank Int'l*, 573 U.S. 208 (2014); risks of new, changing and competitive technologies and regulations in the United States and internationally; the risk that we may be unable to comply with financial operating covenants under our credit or lending agreements; the risk that we will be unable to pay, when due, amounts due under our credit or lending agreements; and other factors discussed under the heading "Risk Factors" contained in Item 1A of our most recent Annual Report on Form 10-K for the fiscal year ended June 30, 2019, which

has been filed with the Securities and Exchange Commission, as well as any updates to those risk factors filed from time to time in our Quarterly Reports on Form 10-Q or Current Reports on Form 8-K. All information in this press release is as of the date of the release, and Myriad undertakes no duty to update this information unless required by law.

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