

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): August 10, 2017

WAVE LIFE SCIENCES LTD.

(Exact name of registrant as specified in its charter)

Singapore
(State or other jurisdiction
of incorporation)

001-37627
(Commission
File Number)

Not Applicable
(IRS Employer
Identification No.)

8 Cross Street #10-00, PWC Building
Singapore 048424
(Address of principal executive offices)

048424
(Zip Code)

Registrant's telephone number, including area code: +65 6236 3388

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))

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 5.07 Submission of Matters to a Vote of Security Holders.

- (a) On August 10, 2017, Wave Life Sciences Ltd. (the “Company”) held its 2017 Annual General Meeting of Shareholders (the “Annual Meeting”). Of the 27,731,412 shares of ordinary shares issued and outstanding and eligible to vote as of the meeting date of August 10, 2017, a preliminary quorum of 26,239,546 shares, or approximately 94.62% of the eligible shares, was present in person or represented by proxy at the Annual Meeting.
- (b) The following actions were taken at the Annual Meeting, all of which are described in the Company’s definitive proxy statement that was filed with the Securities and Exchange Commission on July 6, 2017 (the “Proxy Statement”). The preliminary voting results for each of the proposals voted upon at the Meeting are set forth below.

Proposal 1 (a)–(g)- Shareholders re-elected each of the Company’s seven existing directors to the Board of Directors for a one-year term until the Company’s 2018 annual meeting of shareholders and his successor is duly elected and qualified, with the preliminary votes cast as follows:

<u>Board of Directors Nominee</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
Paul B. Bolno, M.D.	23,362,753	23,951	533	2,852,309
Gregory L. Verdine, Ph.D.	23,258,350	128,354	533	2,852,309
Christian Henry	23,358,420	28,284	533	2,852,309
Peter Kolchinsky, Ph.D.	22,777,098	609,606	533	2,852,309
Koji Miura	22,619,803	766,901	533	2,852,309
Adrian Rawcliffe	23,250,245	136,459	533	2,852,309
Ken Takanashi	20,000,331	3,386,373	533	2,852,309

Proposal 2- Shareholders re-appointed KPMG LLP to serve as the Company’s independent registered public accounting firm and independent Singapore auditor for the year ending December 31, 2017, and to authorize the Audit Committee of the Board of Directors to fix KPMG LLP’s remuneration for services provided through the date of the Company’s 2018 Annual General Meeting of Shareholders, with the preliminary votes cast as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
26,236,928	2	2,616	0

Proposal 3- Shareholders approved the Company’s payment of cash and equity-based compensation to the Company’s non-employee directors for their service on the Board of Directors and its committees, in the manner and on the basis set forth in the Proxy Statement, with the preliminary votes cast as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
23,259,924	121,813	5,500	2,852,309

Proposal 4- Shareholders approved amendments to the Company’s 2014 Equity Incentive Plan to increase the total number of shares available for the grant of awards; to increase the U.S. Internal Revenue Code Section 162(m) limit for the grant of equity awards and to add the material terms of performance goals to preserve the Company’s ability to receive corporate income tax deductions that may become available pursuant to Section 162(m), with the preliminary votes cast as follows:

<u>For</u>	<u>Against</u>	<u>Abstain</u>	<u>Broker Non-Vote</u>
16,742,544	6,644,193	500	2,852,309

Proposal 5- Shareholders approved a general authorization for the directors of the Company to allot and issue ordinary shares of the Company, in the manner and on the basis set forth in the Proxy Statement, with the preliminary votes cast as follows:

For	Against	Abstain	Broker Non-Vote
23,355,568	26,169	5,500	2,852,309

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.

Date: August 15, 2017

WAVE LIFE SCIENCES LTD.

/s/ Paul B. Bolno, M.D.

Paul B. Bolno, M.D.

President and Chief Executive Officer