
**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 14, 2014**

FATE THERAPEUTICS, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

001-36076
(Commission
File Number)

65-1311552
(I.R.S. Employer
Identification No.)

3535 General Atomics Court, Suite 200
San Diego, CA 92121
(Address of principal executive offices, including zip code)

(858) 875-1800
(Registrant's telephone number, including area code)

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))
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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.

(d) On March 14, 2014, the Board of Directors (the “Board”) of Fate Therapeutics, Inc. (the “Company”), on the recommendation of the Nominating and Corporate Governance Committee of the Board, appointed Robert S. Epstein, M.D., M.S. to the Board as a Class I director of the Company, to serve in such capacity until the annual meeting of the Company’s stockholders in 2014 or until his earlier resignation, death or removal.

Dr. Epstein is an epidemiologist and strategic consultant to life sciences companies and serves as a director on the boards of AVEO Pharmaceuticals, Inc., Illumina, Inc., a life sciences company, and Proteus Digital Health, Inc., a healthcare technology company. From August 2010 to April 2012, Dr. Epstein served as president of the Medco-UBC Division and Chief Research and Development officer of Medco Health Solutions, Inc., a managed healthcare company. In this role, Dr. Epstein was responsible for all of Medco’s clinical research initiatives, including the Medco Research Consortium (“Medco”) and United BioSource Corporation. Dr. Epstein served as Senior Vice President and Chief Medical Officer from 1997 to August 2010 at Medco and was appointed President of the Medco Research Institute in 2009. Before joining the private sector, Dr. Epstein was trained as an epidemiologist and held various positions in public health and academia. He is a past elected President of the International Society of Pharmacoeconomics and Outcomes Research and has served on the Board of Directors for the Drug Information Association. In 2008, Dr. Epstein was nominated and elected to the Federal CDC EGAPP (Evaluation of Genomic Applications in Practice & Prevention) Stakeholder Committee, and the AHRQ CERT (Centers for Education and Research on Therapeutics) Committee. Dr. Epstein holds a B.S. and an M.D. from the University of Michigan and an M.S. from the University of Maryland.

Upon his election to the Board, Dr. Epstein was granted an option to purchase 20,000 shares of the Company’s Common Stock at an exercise price of \$11.15 per share, which will vest in equal monthly installments during the three years following the grant date, subject to Dr. Epstein’s continued service on the Board. All options granted to non-employee directors have an exercise price equal to the fair market value of the Company’s Common Stock on the date of grant.

In connection with his election to the Board, Dr. Epstein has been appointed to serve as a member of the Compensation Committee of the Board.

There are no arrangements or understandings between Dr. Epstein and any other persons pursuant to which he was appointed as a member of the Board. There are no family relationships between Dr. Epstein and any director, executive officer or any other person nominated or chosen by the Company to become a director or executive officer. There are no related person transactions (within the meaning of Item 404(a) of Regulation S-K promulgated by the Securities and Exchange Commission) between Dr. Epstein and the Company.

A copy of the press release announcing Dr. Epstein’s appointment is furnished herewith as Exhibit 99.1

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release, dated March 17, 2014

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 17, 2014

Fate Therapeutics, Inc.

By: /s/ J. Scott Wolchko
J. Scott Wolchko
Chief Financial Officer and Chief Operating Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated March 17, 2014

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Fate Therapeutics Appoints Dr. Robert S. Epstein to its Board of Directors

SAN DIEGO, March 17, 2014 — Fate Therapeutics, Inc. (Nasdaq: FATE), a biopharmaceutical company engaged in the discovery and development of adult stem cell modulators to treat orphan diseases, announced today that Dr. Robert S. Epstein, M.D., has joined its Board of Directors.

Dr. Epstein is a strategic consultant to life sciences companies and an epidemiologist with extensive expertise in pharmacoeconomics and health outcomes research, having held various positions in academia and public health before joining the private sector. From 2010 to 2012, Dr. Epstein served as president of the Medco-UBC Division and as Chief Research and Development officer of Medco Health Solutions, Inc., a managed healthcare company. In these roles, Dr. Epstein was responsible for all of Medco's clinical research initiatives, including the Medco Research Consortium ("Medco") and United BioSource Corporation. Dr. Epstein served as Medco's Chief Medical Officer from 1997 to 2010, leading formulary development, clinical guideline development, drug information services, personalized medicine program development, and client analytics and reporting. Dr. Epstein is the former President of the International Society of Pharmacoeconomics and Outcomes Research (ISPOR), and served on the board of directors of the Drug Information Association (DIA) and the International Society of Quality of Life, and was also elected to the AHRQ CERT (Centers for Education and Research on Therapeutics) Committee. In addition to Fate Therapeutics, Dr. Epstein serves on the Board of Directors of Illumina, Inc., AVEO Pharmaceuticals, Inc. and Proteus Digital Health, Inc.

"We are thrilled to welcome Rob to the Fate Therapeutics Board," said Christian Weyer, M.D., M.A.S., President and CEO of Fate Therapeutics. "Rob's extensive expertise spanning clinical research, reimbursement and health economics, and his proven leadership in advancing highly innovative, paradigm-changing technologies to improve patient care will be invaluable to Fate as we advance our mission of developing novel, transformative stem cell therapeutics for patients with rare, life-threatening diseases."

About Fate Therapeutics, Inc.

Fate Therapeutics is a clinical-stage biopharmaceutical company engaged in the discovery and development of pharmacologic modulators of adult stem cells to treat orphan diseases. The Company utilizes established pharmacologic modalities, including small molecules and therapeutic proteins, and well-characterized biological mechanisms to enhance the therapeutic potential of adult stem cells. The Company has built two adult stem cell modulation platforms: a hematopoietic stem cell (HSC) modulation platform, which seeks to optimize the therapeutic potential of HSCs for treating patients with hematologic malignancies and rare genetic disorders, and a muscle satellite stem cell modulation platform, which seeks to activate the regenerative capacity of muscle for treating patients with degenerative muscle disorders. The Company is presently advancing its lead product candidate, PROHEMA[®], a pharmacologically-modulated HSC therapeutic, in Phase 2 clinical development for hematologic malignancies. Fate Therapeutics is also advancing its proprietary Wnt7a protein analogs in preclinical development for the treatment of muscular dystrophies. Fate Therapeutics is headquartered in San Diego, CA. For more information, please visit www.fatetherapeutics.com.

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