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 7, 2022

RALLYBIO CORPORATION

(Exact name of Registrant as Specified in Its Charter)

Delaware (State or Other Jurisdiction of Incorporation) 001-40693 (Commission File Number) 85-1083789 (IRS Employer Identification No.)

234 Church Street, Suite 1020 New Haven, Connecticut (Address of Principal Executive Offices) 06510

06510 (Zip Code)

Registrant's Telephone Number, Including Area Code: 203 859-3820

(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))

D 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:

	Trading	
Title of each class	Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.0001 per share	RLYB	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 7.01. Regulation FD.

On March 7, 2022, Rallybio Corporation (Rallybio) updated its corporate presentation to disclose, among other things, that the first healthy volunteers have been dosed in Rallybio's Phase 1 study of RLYB116, and that single dose safety, pharmacokinetic, and pharmacodynamic data are expected in the second half of 2022. A copy of the corporate presentation is attached as Exhibit 99.1 to this Current Report on Form 8-K. The corporate presentation will also be available on Rallybio's website in the Investors section at https://investors.rallybio.com/events-and-presentations/events. Rallybio may in the future post updates to its corporate presentation or other information important to its investors on the Investor page of its website.

The information contained in this Current Report on Form 8-K (including Exhibit 99.1) shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits	
Exhibit No.	Description
99.1	Corporate Presentation
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 thereunto duly authorized.

RALLYBIO CORPORATION

Date: March 7, 2022 By:

<u>/s/ Jeffrey M. Fryer</u> Jeffrey M. Fryer, CPA Chief Financial Officer and Treasurer



Forward Looking Statements

Forward-Looking Statements-This presentation contains forward-looking statements that are based on management's beliefs and assumptions and on information currently available to management. All statements other than statements of historical facts contained in this presentation are forward-looking statements. In some cases, you can identify forward-looking statements by terms such as "may," "will," "should," "expect," "plan," "anticipate," "could," "intend," "target," "project," "contemplate," "believe," "estimate," "predict," "potential" or "continue" or the negative of these terms or other similar expressions, although not all forward-looking statements contain these words. Forward-looking statements include, but are not limited to, statements concerning: the initiation, timing, progress, results, and cost of our research and development programs, and our current and future preclinical and clinical studies. including statements regarding the timing of initiation and completion of our clinical trials for RLYB211, RLYB212, and RLYB116, and the natural history study for our FNAIT prevention program, and related preparatory work, and the period during which the results of the trials will become available; the success and cost of the clinical development of our product candidates, including RLYB212, RLYB116 and RLYB114; the timing of our planned nomination of a compound for our ENPP1 program under our joint venture with Exscientia; our ability to initiate, recruit and enroll patients in and conduct our clinical trials at the pace that we project; our ability to obtain and maintain regulatory approval of our product candidates, and any related restrictions, limitations or warnings in the label of any of our product candidates, if approved; our ability to compete with companies currently marketing or engaged in the development of treatments for diseases that our product candidates are designed to target, including PNH and gMG; our reliance on third parties to conduct our clinical trials; our reliance on third parties to manufacture drug substance for use in our clinical trials; the size and growth potential of the markets for RLYB212, RLYB116, RLYB114 and any of our current product candidates or other product candidates we may identify and pursue, and our ability to serve those markets; our ability to expand our pipeline through collaborations, partnerships and other transactions with third parties; our ability to identify and advance through clinical development any additional product candidates; the commercialization of our current product candidates and any other product candidates we may identify and pursue, if approved, including our ability to successfully build commercial infrastructure or enter into collaborations with third parties to market our current product candidates and any other product candidates we may identify and pursue; our ability to retain and recruit key personnel; our ability to obtain and maintain adequate intellectual property rights; our expectations regarding government and third-party payor coverage and reimbursement; our estimates of our expenses, ongoing losses, capital requirements and our needs for or ability to obtain additional financing; our expected uses of the net proceeds to us from our initial public offering; the potential benefits of strategic collaboration agreements, our ability to enter into strategic collaborations or arrangements, including potential business development opportunities and potential licensing partnerships, and our ability to attract collaborators with development, regulatory and commercialization expertise; our financial performance; and developments and projections relating partnerships, and our ability to attract collaborators with development, regulatory and commercialization expertise; our financial performance; and developments and projections relating to our competitors or our industry. The forward-looking statements in this presentation are only predictions and are based largely on our current expectations and projections bout future events and financial trends that we believe may affect our business, financial condition and results of operations. These forward-looking statements speak only as of the date of this presentation and are subject to a number of known and unknown risks, uncertainties and assumptions, including those described in our filings with the SEC, including under the heading "Risk Factors" in our Form 10-Q for the quarter ending on September 30, 2021, filed with the SEC on November 10, 2021, and any subsequent filings with the SEC. Because forwardlooking statements are inherently subject to risks and uncertainties, some of which cannot be predicted or quantified and some of which are beyond our control, you should not rely on these forward-looking statements as guarantees of future events. The events and circumstances reflected in our forward-looking statements may not be achieved or occur and actual future results, levels of activity, performance and events and circumstances could differ materially from those projected in the forward-looking statements. Moreover, we operate in an evolving environment. New risks and uncertainties may emerge from time to time, and it is not possible for management to predict all risks and uncertainties. Except as required by applicable law, we are not obligated to publicly update or revise any forward-looking statements contained herein, whether as a result of any new information, future events, changed circumstances or otherwise.

To identify and accelerate the development of transformative therapies for patients with severe and rare disorders We've gathered a proven team of innovators with the fearlessness to create new paths forward others haven't tried

And we want to develop the rapies that shatter expectations of what's possible

Because it's time to tackle the undone, the too difficult, the inaccessible – and change the odds for patients with rare diseases.

GROUNDWORK FOR SUCCESS

- Diversified portfolio of five programs across three areas: maternal-fetal, complement dysregulation and metabolic
- Strong focus on expanding our pipeline through global business development platform
- Strong financial position; Completed \$93M IPO in August 2021. Over \$186 million in cash and equivalents as of 9/30/21

MULTIPLE NEAR-TERM CATALYSTS

RLYB212

✓ Phase 1 study start 4Q 2021 Phase 1b study start 2Q 2022 Phase 1b PoC data 3Q 2022

RLYB116

✓ Phase 1 study start 1Q 2022 Phase 1 single dose safety, PK and PD data 2H 2022

RE Venture I Program Initiation of IND-enabling studies for ENPP1 2H 2022

R Rapidly Advancing Our Diversified Portfolio

THERAPEUTIC AREA	PROGRAM	MOLECULE	APPROACH	DISCOVERY	PRECLINICAL	PHASE 1	PHASE 2	PHASE 3	DEVELOPMENT RIGHTS
Maternal Fetal Prevention of Blood Disorders FNAIT	RLYB212*	Monoclonal HPA-1a Antibody						Bally bio	
	RLYB211	Polyclonal HPA-1a Antibody						Bally bio	
PNH, gMG	RLYB116	C5 Inhibitor; Affibody- ABD Fusion						Ballybio	
Dysregulation	Ophthalmic Disease	RLYB114	C5 Inhibitor; Pegylated Affibody						Ballybio
Metabolic Disorders	HPP	RE Ventures I	ENPP1 Small Molecule Inhibitor						Ballybio Exscientia

Q Pursuing Transformative Science Around the Globe to Expand Our Portfolio with New Assets and Partners

PRODUCT CANDIDATE REQUIREMENTS

- ✓ Clear mechanism of action
- ✓ Validated modality

TARGET DISEASE REQUIREMENTS

- ✓ Well-understood pathophysiology
- ✓ Significant unmet patient need
- ✓ Potential for transformative benefit

BD ACTIVITIES

- ✓ Global business development platform
- Employing artificial intelligence tools to identify new opportunities
- Leveraging global relationships within industry and academia
- ✓ Partnering to identify new targets

Strong Focus on Portfolio Expansion

Programs for the Prevention of Fetal and Neonatal Alloimmune Thrombocytopenia (FNAIT)

RLYB212 RLYB211

Potential to Eradicate a Devastating Disease in Fetuses and Newborns



Fetal and Neonatal Alloimmune Thrombocytopenia (FNAIT) is a rare condition in which the mother's immune system attacks the platelets of her fetus.

Destruction of fetal platelets can lead to potentially catastrophic fetal and neonatal morbidity and mortality. Intracranial hemorrhage (ICH) associated with FNAIT may cause:

- Severe, life-long neurological disability
- Miscarriage or stillbirth
- Loss of the newborn

No approved therapy exists for the prevention or treatment of FNAIT

Prevention of maternal alloimmunization should eliminate the risk of FNAIT in the fetus

Each Year, Approximately 22,700 Pregnancies Estimated at High Risk for FNAIT



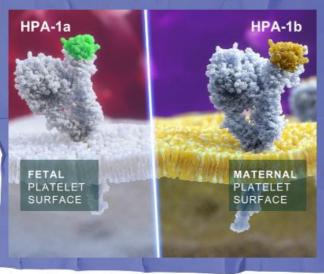
* Estimate is based on a ~2% incidence of HPA-1a negative status in the Caucasian population

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Source: NCHS National Vital Statistics Report Volume 68, Number 13, November 30, 2019, Births: Final Data for 2018; World Bank Population Data (2018); Kjeldsen-Kragh, et al. Blood 2007; Hardy-Weinberg estimate; Kjeldsen-Kragh et al Blood 110, 833-839 (2007)

P FNAIT is Caused by a Platelet Antigen Mismatch Between Mother and Fetus

MISMATCH of HPA-1 ANTIGENS



Sources: 1. Kjeldsen-Kragh, J and Ahlen, M. Transfus Apher Sci. 2020 Feb; 59(1): 102707

FNAIT occurs when the mother's immune system attacks the platelets of her fetus

Caused by a mismatch in the type of Human Platelet Antigen 1 (HPA-1) between expectant mother and fetus

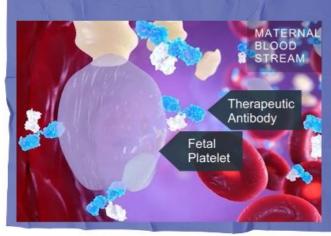
When fetal platelets enter the mother's circulation, the mother recognizes the fetal HPA-1a as foreign and generates an antibody response known as alloimmunization

Maternal antibodies then cross the placenta where they attack and destroy the fetal platelets

Mothers with a specific gene variant, HLA-DRB3*01:01, are at a much higher risk of alloimmunization¹

MECHANISM OF ACTION

The prophylactic anti-HPA-1a antibody is designed to prevent maternal alloimmunization by driving rapid clearance of HPA-1a positive fetal platelets from maternal circulation



RLYB211

- Polyclonal anti-HPA-1a antibody
- Achieved clinical proof-of-concept in ongoing Phase 1/2 study, reinforcing preventative approach to treating FNAIT

RLYB212

- Monoclonal anti-HPA-1a antibody
- Moved to lead candidate for prevention of FNAIT in 3Q 2021
- Dosing has initiated in Phase 1 safety and PK study
- Proof-of-concept data from Phase 1b study expected 3Q 2022

Rapid Elimination of Transfused Platelets Following Administration of RLYB211, an Anti-HPA-1a Antibody

COHORT 1 RESULTS

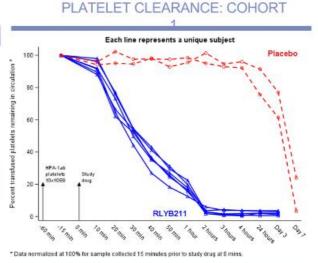
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- 8 participants received either single dose RLYB211 1000 IU (n=6) or placebo (n=2) to assess elimination of HPA-1a positive platelets, based on t_{1/2} of 10x10⁹ transfused platelets
- RLYB211 markedly accelerated the elimination of transfused HPA-1a positive platelets compared with placebo
 - Half-life of mismatched platelets 0.32 hrs. for RLYB211 vs. 65.29 hrs. for placebo (p<0.001)

COHORT 1B RESULTS

- 4 participants received platelet transfusion 7 days following RLYB211 1000 IU (n=3) or placebo (n=1)
- RLYB211 markedly accelerated the elimination of HPA-1a positive platelets 7 days post-administration
- Data supports the sustained treatment capacity of anti HPA-1a antibody

Across both cohorts, RLYB211 showed acceptable safety and tolerability with no serious adverse events



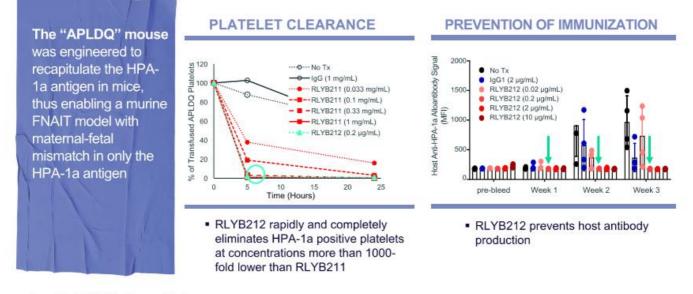
Clinical Proof-of-Concept Achieved with RLYB211; Favorable Attributes of RLYB212 Could Provide Best Option for Expectant Mothers

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	RLYB211	RLYB212
Mechanism of Action	Anti-HPA-1a antibody	Anti-HPA-1a antibody
Route of Administration	IV bolus injection	Subcutaneous injection
Pharmacokinetic Profile	Wider peak-to-trough variation	C Limited peak-to-trough variation
Manufacturing	Purified from plasma donors	Standard manufacturing for monoclonal antibody
Supply	Diminishing supply with success in preventing alloimmunization	Robust and stable supply opportunities
Regulatory Designations	ODD (FDA, EMA), Rare Pediatric Disease Designation (FDA)	ODD (FDA, EMA), Rare Pediatric Disease Designation (FDA)
Key Intellectual Property	Method of Use patents	Composition of Matter patents

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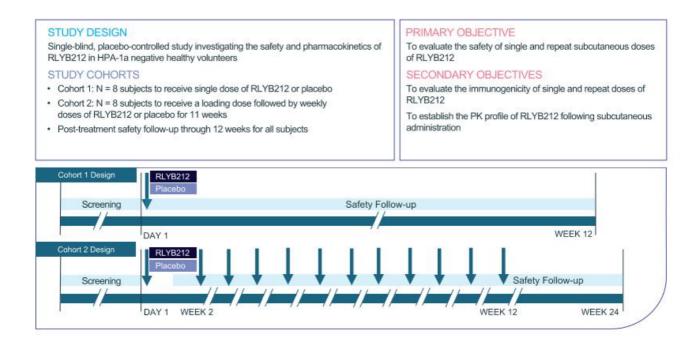
Platelet Clearance and Prevention of Alloimmunization Demonstrated with RLYB212 in Preclinical Model of FNAIT



Source: Data on file, MFI = Mean Fluorescence Intensity

RLYB212 Phase 1 Safety and PK Study Underway

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STUDY DESIGN

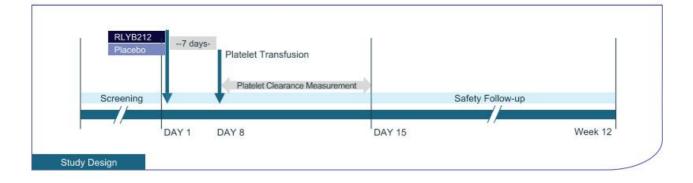
Single-blind, placebo-controlled, proof-of-concept study investigating the capacity of RLYB212 to rapidly eliminate HPA-1a positive platelets transfused to HPA-1a negative healthy male volunteers (N=8 subjects)

PRIMARY OBJECTIVE

To establish the ability of RLYB212 to markedly accelerate the elimination of HPA-1a positive platelets transfused to HPA-1a negative healthy male volunteers

SECONDARY OBJECTIVES

To evaluate the safety of a single dose of RLYB212 and to monitor for potential alloimmune response to HPA-1a positive platelets



STUDY SUMMARY

- Prospective, non-interventional, multinational natural history study conducted at sites in US/EU
- Screen expectant mothers presenting at Gestation Week 10 to 14 prenatal visit for higher FNAIT risk
- Primary endpoint: Presence of anti-HPA-1a alloantibodies at 10 weeks post-pregnancy
- Study initiated in 3Q 2021

STUDY OBJECTIVES

- Obtain better prevalence estimates of the FNAIT at-risk population in racial and ethnic groups that may have been under-represented in previously published studies
- Provide historical alloimmunization rate to control a future single arm Phase 2/3 registrational trial
- Establish operational precedence for the planned registration trial, including application of screening lab tests to identify mothers at risk for FNAIT risk

9 Screening For Risk of FNAIT Fits Into Routine First Trimester Prenatal Care Practice

	1st TRIMESTER	2nd TRIMESTER	3rd TRIMESTER
Key to Eradicating FNAIT: Identification	ESTS* Blood type · PAPP-A, hCG · Rh factor · Down Syndrome · CBC: H&H, MCV · Platelet Count · Ultrasound – Fetal · Hepatitis B · nuchal translucency · Blood glucose · Urine C&S · Syphilis STDs, HIV · Genetic & infectious diseases	WEEK 24–28 Gestational Diabetes	WEEK 27 - 36 WEEK 32 - 34 Tdap Repeat STDs WEEK 28 - 29 WEEK 36 • Repeat Rh (if neg) Group B Strep • CBC, H&H
of High-Risk Pregnancies	R • Maternal HPA-1 typing • Maternal HLA-DRB3'01:01 status (sequential)**	la l	
OPTIONAL TESTS*		WEEK 15 – 20 Ultrasound: anatomical survey Quad Screen: Blood test for alpha-fetoprotein, estricl, HCG, Inhibin Screens for Down Syndrome, trisomy 18, open neural tube defects	10

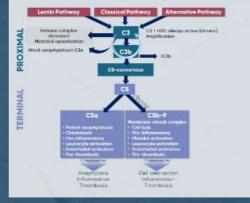
* Summarized from ACOG Guidelines for Perinatal Care; ** For pregnancies identified at high FNAIT risk, physicians may conduct additional follow-up testing, e.g., maternal anti-HPA-1a antibody status, fetal HPA-1a genotype, at their discretion

C5 INHIBITORS

For the Treatment of Diseases due to Complement Dysregulation

Applying Our Expertise to Transform Diseases of Complement Dysregulation

The complement system plays a central role in innate immunity as well as shaping adaptive immune response



Complement dysregulation has been implicated in the pathogenesis of a growing number of diseases

WHAT WE KNOW

- Our team has designed, developed, and/or secured approval for two C5 inhibitors in four rare disease indications globally
- C5 represents a proven target for intervention
- Efficacy requires a rapid, complete, and sustained inhibition of C5
- Relationships with experts and KOLs at key institutions around the world

POTENTIAL DIFFERENTIATORS

- Subcutaneous (sc) administration
- Less frequent dosing
- Broad tissue distribution
- Favorable storage stability
- Efficiency of manufacturing
- Broad indication opportunities
- No drug-target-drug complex (DTDC) formation with switch from an antibody

Q Our Approach to Treating Diseases of Complement Dysregulation

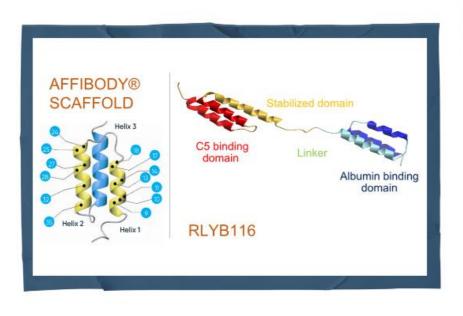
RLYB116

- Affibody® molecule linked to an Albumod® albumin binding domain
- Suitable for subcutaneous administration
- Phase 1 study initiated in February 2022
- Single dose safety, PK, and PD data expected 2H 2022



PHARMACODYNAMIC PROPERTIES

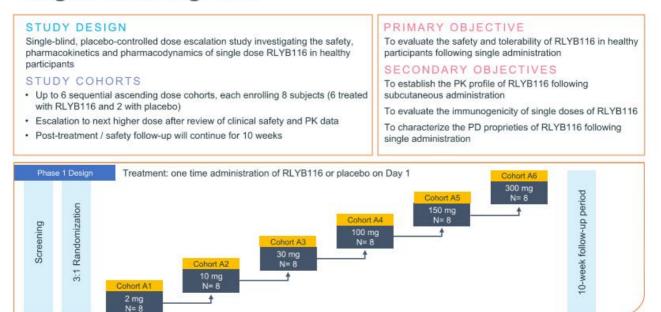
An *ex vivo* hemolytic inhibition assay indicates that RLYB116 inhibits C5-mediated red blood cell destruction at a dose that could be clinically useful



ATTRIBUTES FOR CLINICAL AND COMMERCIAL SUCCESS

- Terminal complement blockade
- Rapid, complete, and sustained inhibition of C5
- Designed to be optimized for C5 binding, stability, and long half-life in serum
- Small size enabling sc administration
- Safety profile consistent with currently approved C5 inhibitors
- Broad tissue distribution with albumin binding
- Pricing flexibility

RLYB116 Phase 1 Study Design: Evaluating Safety, PK and PD of Single Ascending Dose



R Lead Indication Strategy Guided by Biology

PAROXYSMAL NOCTURNAL HEMOGLOBINURIA (PNH)	GENERALIZED MYASTHENIA GRAVIS (gMG)		
A potentially life-threatening, rare hematologic disorder characterized by complement-mediated destruction of red blood cells (RBCs) that lead to anemia, hemoglobinuria, and thrombosis. ¹	A potentially life-threatening, rare, autoimmune neuromuscular disorder characterized by weakness impacting the eyes, face, neck, jaw, throat, limbs and/or respiratory system. ³		
The prevalence of PNH has been estimated to be approximately 16 people per million. ²	The prevalence of Myasthenia Gravis has been estimated to be at least 100 people per million. ⁴		
 Well-understood pathophysiology driven by complement system 	 Complement overactivity is known to contribute to disease pathophysiology 		
 Opportunity for early clinical validation using objective endpoints 	 Opportunity to address significant unmet need in a relatively large patient population with earlier-stage gMG 		
 Addresses significant outstanding unmet patient needs 			

1. Brodsky, RA. Blood. 2014; 124 (18): 2804-2811; 2. Sahin, F. Am J Blood Res 2015; 5 (1): 1-9; 3. Howard, JF. Ann N Y Acad Sci. 2017; 1412 (1): 113-128; 4. Punga, AR. Lancet Neurol 2022; 21: 176-188

RLYB114 for Ophthalmic Indications of Complement Dysregulation

C5-targeted Affibody[®] molecule conjugated to polyethylene glycol (PEG)

- Complement dysregulation implicated in the pathogenesis of multiple ophthalmic disorders¹
- C5 inhibition is a precedented approach, but significant unmet medical needs remain

Key Attributes

- Suitable for ophthalmic use
- · Pegylated to extend half-life and reduce immunogenicity
- RLYB114 may have a half-life comparable to Lucentis^{® 2} and Eylea,^{® 3} based on an animal intravitreal PK study



1. Park et al 2019 Frontier in Immunology; 2. Bakri et al 2007 Ophthalmology; 3. Park et al 2016 Inv Ophthalmol Vis Sciences, Christoforidis et al 2012 Current Eye Research

REVENTURES I Joint Venture with Industry-leading AI/ML Pharmatech Exscientia

ENPP1 Inhibitor Program for Hypophosphatasia (HPP)

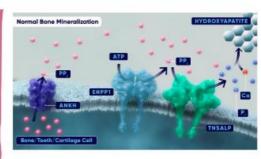
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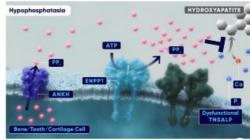
A Hypophosphatasia is a Rare, Potentially Life-Threatening Genetic Disease

HPP DISEASE OVERVIEW

- Characterized by mutations in the ALPL gene that causes multiple skeletal pathologies
- ALPL mutation diminishes TNSALP enzyme activity leading to accumulation of inorganic pyrophosphate (PPi), an inhibitor of bone mineralization
- The most severe forms of HPP tend to occur before birth and in early infancy and can lead to life-threatening complications
- The incidence of HPP is reported to be 1 in 100,000 (US and Canada) to 1 in 300,000 (EU) for severe disease and 1 in 6,370 (EU) for less severe forms

TNSALP: Tissue Non-Specific Alkaline Phosphatase





Under normal conditions, the level of PPi and inorganic phosphate (Pi) is kept in balance by activity of TNSALP, ENPP1 and ANKH

In patients with hypophosphatasia, the reduction of PPi hydrolysis by TNSALP results in a relative increase in PPi, leading to an inhibition of mineralization, and inhibited hydroxyapatite formation

ENPP1 Inhibitor Approach to Address Unmet Need for Patients with HPP

UNMET NEED IN HPP

- § Significant population of underserved patients exist due to variability in disease severity and access to approved therapy
- **PROGRAM FOCUS & RATIONALE**
- Small molecule inhibitors of ENPP1
- ENPP1 is the major source of extracellular inorganic pyrophosphate, which regulates bone mineralization

CANDIDATE PROFILING

- Multiple lead development candidates identified and profiling activities in progress
- IND-enabling activities anticipated in 2H22

ENPP1 Inhibitor Treatment for HPP HYDROXYAPATITE

Through controlled inhibition of ENPP1, we aim to reduce PPi and improve mineralization, restoring hydroxyapatite formation

ERT: Enzyme replacement therapy

Rallybio

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