# 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 9, 2016**

# ONCOGENEX PHARMACEUTICALS, INC.

**(Exact name of Registrant as Specified in Its Charter)**

| **Delaware** | **033-80623** | **95-4343413** |
|---|---|---|
| **(State or Other Jurisdiction of Incorporation)** | **(Commission File Number)** | **(IRS Employer Identification No.)** |
| **19820 North Creek Parkway Bothell, Washington** | | **98011** |
| **(Address of Principal Executive Offices)** | | **(Zip Code)** |

**Registrant's Telephone Number, Including Area Code: (425) 686-1500**

**N/A**

**(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 Instructions 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))

**Item 2.02 Results of Operations and Financial Condition.**

On March 9, 2016, OncoGenex Pharmaceuticals, Inc. (the "Company") issued a press release announcing its financial results for the fourth quarter and year ended December 31, 2015. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit No. | Description |
|---|---|
| 99.1 | Press release of OncoGenex Pharmaceuticals, Inc. dated March 9, 2016 |

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The information in Item 2.02 of this Form 8-K and Exhibit 99.1 attached hereto is furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), 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 shall be expressly set forth by specific reference in such filing.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ONCOGENEX PHARMACEUTICALS, INC.

Date: March 9, 2016

/s/ John Bencich
John Bencich
Chief Financial Officer

**EXHIBIT INDEX**

| Exhibit No. | Description |
|---|---|
| 99.1 | Press release of OncoGenex Pharmaceuticals, Inc. dated March 9, 2016 |

**Exhibit 99.1**

**OncoGenex Pharmaceuticals, Inc. Reports Financial Results for Year End 2015**

*Conference call to be held on Wed., March 9, 2016 at 4:30 p.m. Eastern Time*

**BOTHELL, WA, and VANCOUVER, British Columbia, March 9, 2016**– OncoGenex Pharmaceuticals, Inc. (NASDAQ: OGXI) today announced year end 2015 financial results and provided a summary of anticipated milestones.

**Financial Results and Anticipated Near-term Milestones**
As of December 31, 2015, the company's cash, cash equivalents and short-term investments increased to $55.2 million from $47.1 million as of December 31, 2014.

Based on current expectations, OncoGenex believes that its cash, cash equivalents and short-term investments will be sufficient to fund its currently planned operations into the third quarter of 2017. Depending on timing of enrollment or event-driven final analyses, the expected key milestones and activities are as follows:

- Custirsen
    - Announcing AFFINITY trial results, the phase 3 trial evaluating a survival benefit for custirsen in combination with cabazitaxel as second-line chemotherapy in approximately 630 patients with castrate-resistant prostate cancer. The final analysis for the intent-to-treat population is expected in the third quarter of 2016.
    - Announcing ENSPIRIT trial results, the phase 3 trial evaluating a survival benefit for custirsen in combination with docetaxel as second-line chemotherapy in approximately 700 patients with non-small cell lung cancer. The final survival analysis is expected in the first half of 2017.
- Apatorsen
    - Announcing Borealis-2 trial results, an investigator-sponsored, randomized phase 2 trial evaluating apatorsen in combination with docetaxel treatment compared to docetaxel treatment alone in patients with advanced or metastatic bladder cancer. Final results are expected in the second half of 2016.
    - Announcing Spruce trial results for the overall survival endpoint, the investigator-sponsored, randomized, placebo-controlled phase 2 trial evaluating apatorsen treatment with carboplatin and pemetrexed chemotherapy in patients with previously untreated advanced non-squamous NSCLC. Results, including evaluation of patients with high Hsp27 expression, are expected in the second half of 2016.
    - Preparing an investigational new drug application for FDA submission. The proposed Phase 1/2 study design would evaluate apatorsen for intravesical administration in combination with Bacillus Calmette-Guerin (BCG) treatment in patients with non-muscle invasive bladder cancer. In its feedback to OncoGenex at a pre-IND meeting, the FDA supported the study population and classification of subpopulations and deemed proposed definitions of primary and secondary endpoints acceptable.

Revenue for the fourth quarter and year ended December 31, 2015 was$6.0 million and $18.2 million, respectively. This compares with $5.7 million and $27.1 million, respectively, in the same periods in 2014. The decrease in 2015 as compared to 2014 was due primarily to lower collaboration revenue recognized for the reimbursement of expenses for the AFFINITY trial as a result of patients coming off treatment. This was partially offset by higher ENSPIRIT trial costs, which OncoGenex became responsible for pursuant to the Termination Agreement with Teva. Revenue recognized in 2015 is attributable to the advance reimbursement received in the second quarter of 2015, pursuant to the Termination Agreement with Teva, for research and development costs incurred by OncoGenex related to the custirsen development program.

Total operating expenses for the fourth quarter and year ended December 31, 2015 were $9.5 million and $36.9 million, respectively. Net loss for the fourth quarter and year ended December 31, 2015 was $1.7 million and $16.8 million, respectively.

As of March 9, 2016, OncoGenex had 29,812,998 shares outstanding.

**Conference Call Details**

OncoGenex will host a conference call at 4:30 p.m. Eastern Time today, Wednesday, March 9, 2016, to provide a business update and discuss the year end 2015 financial results. A live event will be available on the Investor Relations section of the OncoGenex website at www.OncoGenex.com. Alternatively, the live conference call may be accessed by dialing (877) 606-1416 (U.S. & Canada) or (707) 287-9313 (International). A webcast replay will be available approximately two hours after the call and will be archived on www.OncoGenex.com for 90 days.

**About OncoGenex**

OncoGenex is a biopharmaceutical company committed to the development and commercialization of new therapies that address treatment resistance in cancer patients. OncoGenex has a diverse oncology pipeline, with each product candidate having a distinct mechanism of action and representing a unique opportunity for cancer drug development. Custirsen is currently in Phase 3 clinical development as a treatment in men with metastatic castrate-resistant prostate cancer and in patients with advanced, unresectable non-small cell lung cancer. Apatorsen is in Phase 2 clinical development and OGX-225 is currently in pre-clinical development. More information is available at www.OncoGenex.com and at the company's Twitter account: https://twitter.com/OncoGenex_IR.

**OncoGenex' Forward Looking Statements**

This press release contains forward-looking statements within the meaning of the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, including, but not limited to, statements regarding the company’s anticipated product development activities, such as expected clinical trial enrollment, completion and design, statements regarding the potential benefits and potential development of its product candidates and statements regarding its expected financial results, use and adequacy of cash reserves and expected future cash requirements. All statements other than statements of historical fact are statements that could be deemed forward-looking statements. These statements are based on management's current expectations and beliefs and are subject to a number of risks, uncertainties and assumptions that could cause actual results to differ materially from those described in the forward-looking statements. Such forward-looking statements are subject to risks and uncertainties, including, among others, the risk that the company’s product candidates do not

demonstrate the hypothesized or expected benefits, the risk of delays in its expected clinical trials, the risk that new data from its product candidates or new developments in the rapidly evolving cancer therapy landscape require changes in its clinical trial plans or limit the potential benefits of its products, the risk that its cash resources are insufficient to fund its planned activities for the time period expected and the other factors described in the company's risk factors set forth in its filings with the Securities and Exchange Commission from time to time, including the company's Annual Report on Form 10-K and Quarterly Reports on Form 10-Q. The company undertakes no obligation to update the forward-looking statements contained herein or to reflect events or circumstances occurring after the date hereof, other than as may be required by applicable law.



**OncoGenex Contact:**
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**Consolidated Statements of Loss**
**(In thousands, except per share and share data)**
**(unaudited)**

| | Three months ended December 31 | | Twelve months ended December 31, | |
|---|---|---|---|---|
| | 2015 | 2014 | 2015 | 2014 |
| Collaboration revenue | $ 6,024 | $ 5,653 | $ 18,160 | $ 27,116 |
| Operating expenses: | | | | |
| Research and development | 6,587 | 9,852 | 25,108 | 46,224 |
| General and administrative | 2,915 | 2,733 | 11,805 | 10,625 |
| Restructuring gain | — | (267) | — | (267) |
| Total operating expenses | 9,502 | 12,318 | 36,913 | 56,582 |
| Loss from operations | (3,478) | (6,665) | (18,753) | (29,466) |
| Other income (expense) | 1,756 | 983 | 1,952 | 3,226 |
| Net loss | $ (1,722) | $ (5,682) | $ (16,801) | $ (26,240) |
| Basic and diluted net loss per share | $ (0.06) | $ (0.26) | $ (0.64) | $ (1.45) |
| Weighted average number of basic and diluted common shares | 29,804,655 | 21,499,446 | 26,147,344 | 18,098,799 |

**Consolidated Balance Sheets**
**(In thousands)**

| | December 31, 2015 | December 31, 2014 |
|---|---|---|
| Assets: | | |
| Cash, cash equivalents, short term investments and restricted cash | $ 55,458 | $ 47,308 |
| Interest receivable | 111 | 113 |
| Amounts receivable | 14 | 5,676 |
| Prepaid expenses and other current assets | 1,987 | 2,165 |
| Property, equipment and other assets | 639 | 1,029 |
| Total assets | $ 58,209 | $ 56,291 |
| Liabilities and stockholders' equity: | | |
| Accounts payable and accrued liabilities | $ 13,217 | $ 15,730 |
| Current portion of long-tem obligations | 52 | 236 |
| Warrant liability | 1,105 | 3,002 |
| Lease termination liability | 1,250 | 3,250 |
| Deferred collaboration revenue | 5,040 | — |
| Long term liabilities | 105 | 14 |
| Stockholders' equity | 37,440 | 34,059 |
| Total liabilities and stockholders' equity | $ 58,209 | $ 56,291 |