

**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): **September 21, 2016**

**CAPRICOR THERAPEUTICS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**001-34058**  
(Commission  
File Number)

**88-0363465**  
(IRS Employer  
Identification No.)

**8840 Wilshire Blvd., 2nd Floor**  
**Beverly Hills, CA 90211**  
(Address of Principal Executive Offices) (Zip Code)

**(310) 358-3200**  
Registrant's telephone number, including area code

**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:

- 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 8.01. Other Events.**

On September 21, 2016, Capricor Therapeutics, Inc. (the "Company") issued a press release announcing the closing of its previously announced public offering (the "Underwritten Offering") of shares of its common stock, including the full exercise of the underwriters' option to purchase additional shares of the Company's common stock, and the closing of its previously announced registered direct offering (the "Direct Offering" and together with the Underwritten Offering, the "Offerings"). In the Offerings, the Company sold an aggregate of 3,403,125 shares of its common stock at an offering price of \$3.20 per share. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

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

**(d) Exhibits.**

Number	Description
99.1	Press Release, dated September 21, 2016.

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**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: September 21, 2016

**CAPRICOR THERAPEUTICS, INC.**

By: /s/ Linda Marbán, Ph.D.  
Linda Marbán, Ph.D.  
Chief Executive Officer

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**Exhibit Index**

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
99.1	Press Release, dated September 21, 2016.

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## Capricor Therapeutics Announces Closing of Public Offerings Raising Approximately \$10.0 Million in Net Proceeds

### *Underwriters' Over-Allotment Option Fully Exercised*

LOS ANGELES, September 21, 2016 – Capricor Therapeutics, Inc. (NASDAQ: CAPR) today announced the closing of its previously announced underwritten registered public offering and concurrent registered direct offering. In the registered public offering, a total of 3,090,625 shares of the Company's common stock were sold at an offering price of \$3.20 per share. The shares include 403,125 shares of common stock sold pursuant to the underwriters' over-allotment option, which option was exercised in full. In the registered direct offering, a total of 312,500 shares of the Company's common stock were sold by Capricor directly to Cedars-Sinai Medical Center at a price of \$3.20 per share.

Roth Capital Partners and National Securities Corporation, a wholly-owned subsidiary of National Holdings, Inc., (NASDAQ: NHLD) acted as joint book-running managers for the registered public offering.

The securities described above were offered by Capricor pursuant to a shelf registration statement on Form S-3 previously filed with, and subsequently declared effective by, the Securities and Exchange Commission (the "SEC"). Final prospectus supplements related to each of the offerings were filed with the SEC and are available, along with the accompanying prospectus, on the SEC's website at [www.sec.gov](http://www.sec.gov).

This press release does not constitute an offer to sell or the solicitation of an offer to buy, nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

### **About Capricor Therapeutics**

Capricor Therapeutics, Inc. (NASDAQ: CAPR) is a clinical-stage biotechnology company focused on the discovery, development and commercialization of biological therapies for the treatment of cardiac and other serious medical conditions. Capricor's lead candidate, CAP-1002, is a cardiac cell therapy that is currently being evaluated for the treatment of heart disease associated with Duchenne muscular dystrophy and myocardial infarction (heart attack). Capricor is advancing its proprietary exosome product candidate, CAP-2003, for the treatment of ophthalmic disorders and is exploring other therapeutic areas. Capricor's portfolio also features Cenderitide, a dual natriuretic peptide receptor agonist, which may have application for the outpatient treatment of advanced heart failure and other potential indications.

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## Cautionary Note Regarding Forward-Looking Statements

*Statements in this press release regarding the efficacy, safety, and intended utilization of Capricor's product candidates; the initiation, conduct, size, timing and results of discovery efforts and clinical trials; the pace of enrollment of clinical trials; plans regarding regulatory filings, future research and clinical trials; plans regarding current and future collaborative activities and the ownership of commercial rights; scope, duration, validity and enforceability of intellectual property rights; future royalty streams, expectations with respect to the expected use of proceeds from the recently completed offering and the anticipated effects of the offerings, and any other statements about Capricor's management team's future expectations, beliefs, goals, plans or prospects constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Any statements that are not statements of historical fact (including statements containing the words "believes," "plans," "could," "anticipates," "expects," "estimates," "should," "target," "will," "would" and similar expressions) should also be considered to be forward-looking statements. There are a number of important factors that could cause actual results or events to differ materially from those indicated by such forward-looking statements. More information about these and other risks that may impact Capricor's business are set forth in Capricor's Annual Report on Form 10-K for the year ended December 31, 2015, as filed with the Securities and Exchange Commission on March 30, 2016, in its Registration Statement on Form S-3, as filed with the Securities and Exchange Commission on September 28, 2015, and in its Quarterly Report on Form 10-Q for the quarter ended June 30, 2016, as filed with the Securities and Exchange Commission on August 15, 2016. All forward-looking statements in this press release are based on information available to Capricor as of the date hereof, and Capricor assumes no obligation to update these forward-looking statements.*

*CAP-1002 and Cenderitide are Investigational New Drugs and are not approved for any indications. Capricor's exosomes technology has not yet been investigated in any clinical trial.*

For more information, please contact:

### Corporate

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