

**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) December 19, 2022

**Cassava Sciences, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-29959**  
(Commission  
File Number)

**91-1911336**  
(I.R.S. Employer  
Identification Number)

**6801 N Capital of Texas Highway, Building 1; Suite 300**  
**Austin, Texas 78731**

(Address of principal executive offices, including zip code)

**(512) 501-2444**

(Registrant's telephone number, including area code)

(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 Instruction A.2 below):

- ThereWritten communication 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 communication pursuant to Rule 14d-2(b) under the Exchange Act (17CFR 240.14d-2(b))
- Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.001 par value	SAVA	NASDAQ Capital Market

Indicate by check mark whether the registrant is an emerging growth company as defined in 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 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On December 19, 2022, the Board of Directors of Cassava Sciences, Inc. amended Article II(1) of its Amended and Restated Bylaws to fix the size of the board to six members, effective immediately.

A copy of the Certificate of Amendment of Amended and Restated Bylaws effective December 19, 2022 is filed as Exhibit 3.1 to this Current Report on Form 8-K.

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

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
<a href="#">3.1</a> 104	<a href="#">Certificate of Amendment of Amended and Restated By-laws of Cassava Sciences, Inc.</a> Cover Page Interactive Data File (embedded within the Inline XBRL document)

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**SIGNATURE**

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

**CASSAVA SCIENCES, INC.**  
a Delaware corporation

Date: December 22, 2022

By: /s/ ERIC J. SCHOEN  
Eric J. Schoen  
Chief Financial Officer

**CERTIFICATE OF AMENDMENT  
OF AMENDED AND RESTATED BYLAWS OF  
CASSAVA SCIENCES, INC.**

The undersigned, R. Christopher Cook, hereby certifies that:

1. I am the duly elected and incumbent Secretary of Cassava Sciences, Inc., a Delaware corporation (the "Corporation").
2. By resolution of the Board of Directors of the Corporation duly adopted at a meeting duly called and held on December 19, 2022, at which a quorum was present and acting throughout, Article II(1) of the Amended and Restated Bylaws of the Corporation was amended to read in its entirety as follows:

ARTICLE II

1. **NUMBER; QUALIFICATIONS**

The Board of Directors shall consist of one or more members, and is currently set at six members. The number of directors may be changed by an amendment to this bylaw, duly adopted by the board of directors or by the stockholders, or by a duly adopted amendment to the certificate of incorporation. Directors need not be stockholders.

3. The matters set forth in this certificate are true and correct of my own knowledge.

Date: December 22, 2022

/s/ R. CHRISTOPHER COOK  
R. Christopher Cook, Secretary

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