

ALNYLAM PHARMACEUTICALS, INC.

Form 8-K

December 09, 2010

**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 9, 2010 (December 8, 2010)  
Alnylam Pharmaceuticals, Inc.**

(Exact Name of Registrant as Specified in Charter)

Delaware

000-50743

77-0602661

(State or Other Juris-  
diction of Incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

300 Third Street, Cambridge, MA

02142

(Address of Principal Executive Offices)

(Zip Code)

Registrant's telephone number, including area code: (617) 551-8200  
Not applicable

(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):

- 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 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.**

(d) On December 8, 2010, the Board of Directors (the Board ) of Alnylam Pharmaceuticals, Inc. (the Company ) elected Marsha H. Fanucci as a Class II director with a term expiring at the annual meeting of stockholders to be held in 2012. In connection with her election to the Board, Ms. Fanucci received a stock option grant for 30,000 shares of common stock of the Company, vesting annually over three years, and will be compensated as a director pursuant to the Company s compensation policy for non-employee directors, which is described in the Company s Proxy Statement for the 2010 Annual Meeting of Stockholders filed with the Securities and Exchange Commission on April 20, 2010.

---

SIGNATURE

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.

ALNYLAM PHARMACEUTICALS, INC.

Date: December 9, 2010

By: /s/ Patricia L. Allen  
Patricia L. Allen  
Vice President, Finance and Treasurer