

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or Section 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): January 29, 2021

Frazier Lifesciences Acquisition Corporation
(Exact name of registrant as specified in its charter)

Cayman Islands
(State or other jurisdiction of
incorporation or organization)

001-39765
(Commission File Number)

98-1562203
(I.R.S. Employer
Identification Number)

**Two Union Square
601 Union St., Suite 3200
Seattle, WA 98101**
(Address of principal executive offices)

98101
(Zip Code)

Registrant's telephone number, including area code: (206) 621-7200

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:

- 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))

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

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Units, each consisting of one Class A ordinary share, \$0.0001 par value, and one-third of a redeemable Warrant to acquire one Class A ordinary shares	FLACU	The Nasdaq Capital Market LLC
Class A ordinary shares included as part of the Units	FLAC	The Nasdaq Capital Market LLC
Redeemable warrants to acquire one Class A ordinary share included as part of the Units	FLACW	The Nasdaq Capital Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 or Rule 12b-2 of the Securities Exchange Act of 1934.

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 8.01. Other Events.

On January 29, 2021, Frazier Lifesciences Acquisition Corporation (the “Company”) announced that the holders of the Company’s units (the “Units”) may elect to separately trade the Class A ordinary shares, par value \$0.0001 per share (“Class A ordinary shares”), and redeemable warrants included in the Units commencing on January 29, 2021. Each Unit consists of one Class A ordinary share and one-third of one redeemable warrant to purchase one Class A ordinary share. Any Units not separated will continue to trade on the Nasdaq Capital Market LLC (“Nasdaq”) under the symbol “FLACU”. Any underlying Class A ordinary shares and warrants that are separated will trade on Nasdaq under the symbols “FLAC” and “FLACW,” respectively. No fractional warrants will be issued upon separation of the Units and only whole warrants will trade. Holders of Units will need to have their brokers contact Continental Stock Transfer & Trust Company, the Company’s transfer agent, in order to separate the holders’ Units into Class A ordinary shares and warrants.

A copy of the press release issued by the Company announcing the separate trading of the securities underlying the Units is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 [Press Release, dated January 29, 2021.](#)

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.

Dated: January 29, 2021

Frazier Lifesciences Acquisition Corporation

By: /s/ James N. Topper

Name: James N. Topper

Title: Chief Executive Officer

FRAZIER LIFESCIENCES ACQUISITION CORPORATION SECURITIES TO COMMENCE SEPARATE TRADING

MENLO PARK, Calif. (January 29, 2021) – Frazier Healthcare Partners’ special purpose acquisition corporation, Frazier Lifesciences Acquisition Corporation (Nasdaq: FLACU) (“Frazier Lifesciences Acquisition Corporation”), announced today that separate trading of its common stock and warrants underlying the Company’s units would commence on or about January 29, 2021. The common stock and warrants will trade under the symbols “FLAC” and “FLACW”, respectively. Units not separated will continue to be listed on NYSE American LLC under the symbol “FLACU.”

Frazier Lifesciences Acquisition Corporation is a newly incorporated blank check company, incorporated as a Cayman Islands exempted company for the purpose of effecting a merger, share exchange, asset acquisition, share purchase, reorganization or similar business combination with one or more businesses or entities, which we refer to as our initial business combination. While Frazier Lifesciences Acquisition Corporation may pursue an initial business combination opportunity in any business, industry, sector or geographical location, it intends to capitalize on the ability of its management team to identify promising opportunities in the biotechnology sector.

This press release shall not constitute an offer to sell or a 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.

Forward Looking Statements

This press release contains statements that constitute “forward-looking statements” within the meaning of the federal securities laws. Forward-looking statements are subject to numerous risks and conditions, many of which are beyond the control of Frazier Lifesciences Acquisition Corporation, including those set forth in the Risk Factors section of Frazier Lifesciences Acquisition Corporation’s registration statement and other filings with the Securities and Exchange Commission and, therefore, actual results could differ materially from those projected in the forward-looking statements. Frazier Lifesciences Acquisition Corporation undertakes no obligation to update these statements for revisions or changes after the date of this release, except as required by law.

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