

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 10, 2018, the Compensation Committee of the Board of Directors of Retrophin, Inc. (the “Company”) approved the following equity awards pursuant to the Company’s 2018 Equity Incentive Plan:

Stock option awards (the “Options”) to Stephen Aselage, Neil McFarlane, Laura Clague, William Rote, Ph.D. and Elizabeth Reed to purchase 147,000, 63,000, 48,000, 39,000 and 42,000 shares of the Company’s common stock, respectively, at an exercise price equal to \$25.25 per share, the closing price of the Company’s common stock on the date of grant. One-quarter of the Options vest on the one year anniversary of the date of grant and the remaining three quarters vest in monthly installments over the subsequent three years.

Restricted stock unit awards (the “RSUs”) to Stephen Aselage, Neil McFarlane, Laura Clague, William Rote, Ph.D. and Elizabeth Reed covering 24,500, 10,500, 10,000, 6,500 and 7,000 shares of the Company’s common stock, respectively. The RSUs vest annually over four years.

Performance-based restricted stock unit awards (the “PRsUs”) to Stephen Aselage, Neil McFarlane, Laura Clague, William Rote, Ph.D. and Elizabeth Reed covering 24,500, 10,500, 8,000, 6,500 and 7,000 shares of the Company’s common stock, respectively. The PRsUs vest upon the later of (i) 12 months from the date of grant, and (ii) the achievement of specified clinical and regulatory milestones, provided that the grant will expire on May 10, 2022 to the extent the specified clinical and regulatory milestones are not achieved by such date.

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.

RETROPHIN, INC.

Dated:

May
By: /s/ Stephen Aselage
14,
2018

Name: Stephen Aselage

Title: Chief Executive Officer