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

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**FORM 8-K**

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

Date of Report (Date of earliest event reported): **October 12, 2022**

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**BENITEC BIOPHARMA INC.**

(Exact name of registrant as specified in its charter)

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

**001-39267**  
(Commission  
File Number)

**84-4620206**  
(IRS Employer  
Identification No.)

**3940 Trust Way, Hayward, California**  
(Address of Principal Executive Offices)

**94545**  
(Zip Code)

**Registrant's Telephone Number, Including Area Code: (510) 780-0819**

(Former Name or Former Address, if Changed Since Last Report): **Not Applicable**

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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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, par value \$0.0001</b>	<b>BNTC</b>	<b>The Nasdaq Stock Market LLC</b>

Indicate by check mark whether the registrant is an emerging growth company 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.

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

On October 12, 2022, the Compensation Committee (the “Compensation Committee”) of the Board of Directors of Benitec Biopharma Inc. (the “Company”) approved discretionary bonus payments for Dr. Jerel Banks, the Company’s Executive Chairman and Chief Executive Officer, and Megan Boston, the Company’s Executive Director, in connection with their performance during the Company’s fiscal year ending June 30, 2022, in the amount of \$260,000 for Dr. Banks and \$127,020 for Ms. Boston (Ms. Boston’s bonus as reported in this Current Report on Form 8-K has been converted to U.S. dollars from Australian dollars using a conversion rate of AUD \$1.00 to USD \$0.73, and is \$109,620 USD using a conversion rate of AUD \$1.00 to USD \$0.63, which was the conversion rate as of October 12, 2022). In addition, also on October 12, 2022, the Compensation Committee approved increases of Dr. Banks’ and Ms. Boston’s annual base salaries to \$546,000 and \$333,427.50 (Ms. Boston’s salary as reported in this Current Report on Form 8-K has been converted from AUD \$1.00 to USD \$0.73, and is \$287,752.50 using a conversion rate of AUD \$1.00 to USD \$0.63, which was the conversion rate as of October 12, 2022) respectively, each effective as of October 1, 2022. In addition, the Compensation Committee has not changed the target annual discretionary bonus with respect to the Company’s fiscal year ending June 30, 2023 which are 50% and 40% of the base salary for each of Dr. Banks and Ms. Boston, respectively.

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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, thereunto duly authorized.

**BENITEC BIOPHARMA INC.**

Date: October 18, 2022

/s/ Jerel A. Banks

Name: Jerel A. Banks

Title: Chief Executive Officer