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): January 13, 2025

RELAY THERAPEUTICS, INC.

(Exact name of Registrant as Specified in Its Charter)

Delaware (State or Other Jurisdiction of Incorporation) 001-39385 (Commission File Number) 47-3923475 (IRS Employer Identification No.)

399 Binney Street Cambridge, Massachusetts (Address of Principal Executive Offices)

02142 (Zip Code)

Registrant's Telephone Number, Including Area Code: (617) 370-8837

(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:

	Trading	
Title of each class	Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.001 per share	RLAY	Nasdaq Global Market

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 \Box

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 7.01 Regulation FD Disclosure.

Relay Therapeutics, Inc. (the "Company") will be conducting meetings with participants attending the 43rd Annual J.P. Morgan Healthcare Conference (the "Conference") during the week of January 13, 2025. A copy of the slides to be presented by the Company at the Conference is furnished as Exhibit 99.1 to this Current Report on Form 8-K, which is incorporated herein by reference.

The information in this Item 7.01, including Exhibit 99.1 attached hereto, is intended to be furnished and shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

Item 9.01 Financial Statements and Exhibits.

99.1	43rd Annual J.P. Morgan Healthcare Conference Company Presentation, dated January 2025, furnished herewith.
104	Cover Page Interactive Data File (embedded within Inline XBRL document).

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 hereunto duly authorized.

RELAY THERAPEUTICS, INC.

Date: January 13, 2025

By: /s/ Brian Adams

Brian Adams Chief Legal Officer





This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, as amended, including, without limitation, implied and express statements regarding the progress and timing of the clinical development of the programs across our potfolio, including the expected therapeutic benefits of our programs, and potential efficacy and tolerability; the timing of clinical data updates across our pipeline, including the expected therapeutic benefits of our programs, and potential efficacy and tolerability; the timing of clinical data updates across our pipeline, including the expected therapeutic benefits of our programs, cloud outbet and tripical combinations for RLY-2608, the timing of clinical dates to address a major unmet medical need; expectations regarding our pipeline, operating plan, use of capital, expenses and other financial results; our cash runway projection; the competitive landscape and potential market opportunities for our product candidates; the expected strategic benefits under our collaborations; our ability to successfully establish or maintain collaborations or product candidates; expectated strategic benefits under our collaborations; our arability to manufacture our product candidates in conformity with the FDA's requirements; the capabilities and development of our Dynamo* platform, including its role in identifying product candidates; our planes to develop, manufacture and commercialize our current product candidates and any future product candidates; and the implementation of our business model and strategic plans for our business, accurrent product candidates and any future product candidates and any future product candidates and on future product candidates and any future product candidates and any future product candidates and on the business model and strategic plans for our business, coursent product candidates and any future p

Any forward-looking statements in this presentation are based on management's current expectations and beliefs and are subject to a number of risks, uncertainties and important factors that may cause actual events or insults to differ materially from those expressed or implied by any forward-looking statements contained in this presentation, including, without limitation, risks associated with: the imgand to flobal economic uncertainty, geopolitain insubility and conflicts, or public health epidemics or outlicheraks of an infectious disease on countries or regions in which we have operations or do business, as well as on the timing and anticipated results of our clinical trials, strategy, future operations and profitability; the delay or pause of any current or planned clinical trials or the development of our drug candidates; the risk that the preliminary results of our preclinical or clinical trials may not be predictive of future or final results in connection with future clinical trials of our product candidates, our ability to successfully demonstrate the safety and efficacy of our drug candidates; the timing and outcome of our planned interactions with regulatory authorities; and obtaining, maintaining and protecting our most recent Annual Report on Form 10-K and duarterly Report on Form 10-Q, as well as any subsequent filings with the Securities and Exchange Commission. Any forward-looking statements, whether as a result of new information, the occurrence of or tertaine expresentations or otherwise. We may not actually achieve the plans, intentions or expectations disclosed on urban development, becauting expresentations in or otherwise. We may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements, whether as a result of new information, the occurrence of or retraines expresent or views on the accuracy of any such forward-looking statements. No representations or our forward-looking statements, watcher as a result of new information, the occurrence of or r

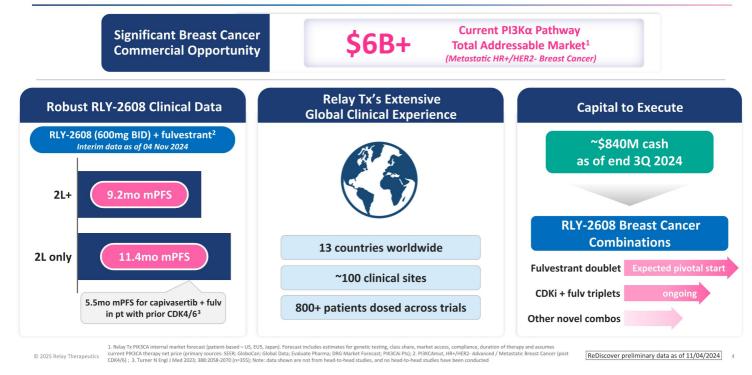
Certain information contained in this presentation relates to or is based on studies, publications, surveys and other data obtained from third-party sources and our own internal estimates and research. While we believe these third-party studies, publications, surveys and other data to be reliable as of the date of this presentation, we have not independently verified, and make no representation as to the adequacy, fairness, accuracy or completeness of, any information obtained from third-party sources. In addition, no independent source has evaluated the reasonableness or accuracy of our internal estimates or research and no reliance should be made on any information or statements made in this presentation relating to or based on such internal estimates and research.

This presentation contains trademarks, trade names and service marks of other companies, which are the property of their respective owners.



Productive Platform & Strong Balance Sheet	Anticipated 2025 Corporate Milestones		
	Breast Cancer <i>RLY-2608</i>	 Pivotal trial start – 2025 Full Ph1-2 data – 2025 	
8 DCs & 4 INDs	Vascular Malformations RLY-2608	Clinical start – 1Q 2025	
2 clinical POC datasets	NRAS Pre-clinical	Clinical start – 2H 2025	
	Fabry Disease Pre-clinical	Clinical start – 2H 2025	
~\$840M cash as of end 3Q 2024	Progress 4 u	Progress 4 unnamed research programs	







5

BREAST CANCER	GENETIC DISEASE	SOLID TUMORS	GENETIC DISEASE
PI3Kα-Driven	PI3Kα-Driven	NRAS-Driven	Fabry Disease
Breast Cancer	Vascular Malformations	Solid tumors	
1 st mutant-selective	1 st mutant-selective	1 st NRAS-selective	1 st non-inhibitory
PI3Kα inhibitor	PI3Kα inhibitor	inhibitor	αGal chaperone

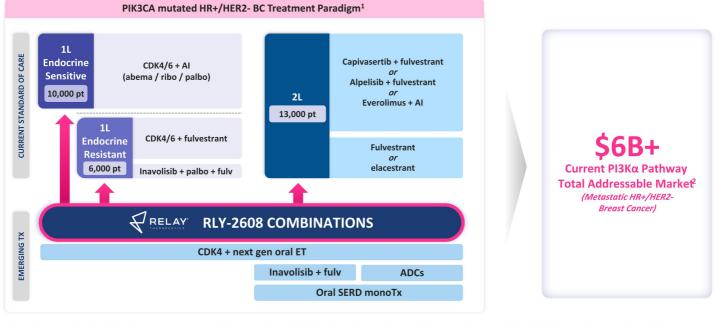
PI3Kα Mutations Represent a Large Commercial Opportunity





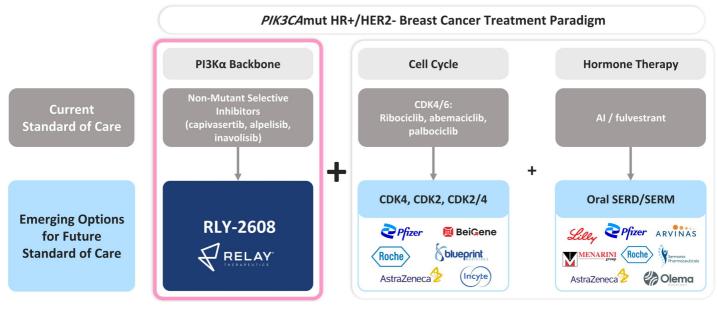
1. Prevalent US patient population with a PIK3CA mutation in each line of therapy, excluding PTEN co-mutations (Global Data HR+/HER2- Breast Cancer Global Forecast, November 2023; 3rd party source for alteration rate); 2. Prevalent US patient population of vascular malformation patients with a PIK3CA mutation (multiple sources); 3. Incident US patient population solid tumors annually with a PIK3CA mutation, excluding PTEN and KRAS co-mutations (SEER; 3rd party source for alteration rate), May 2024) © 2025 Relay Therapeutics





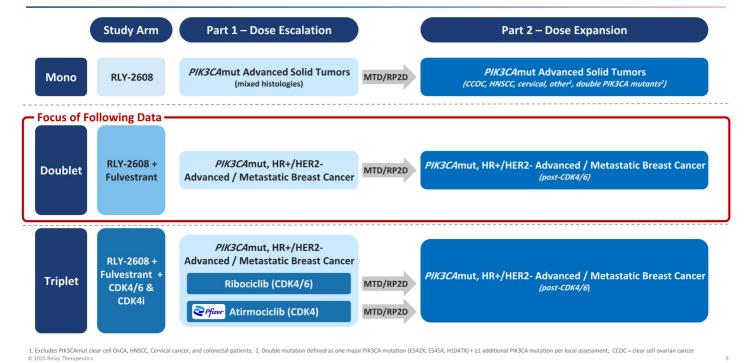
1. Prevalent US patient population with a PIK3CA mutation in each line of therapy, excluding PTEN co-mutations (Global Data HR+/HER2- Breast Cancer Global Forecast, November 2023; 3rd party source for alteration rate); 2. Relay Tx PIK3CA internal market forecast (patient-based – US, EUS, Japan). Forecast includes estimates for genetic testing, class share, market access, compliance, duration of therapy and assumes current PIK3CA therapy net price (primary sources: SEER; GloboCan; Global Data; Evaluate Pharma; DRG Market Forecast; PIK3CA PIs)





RLY-2608 – ReDiscoverTrial Overview





PI3Kα Inhibitors – Efficacy Profiles

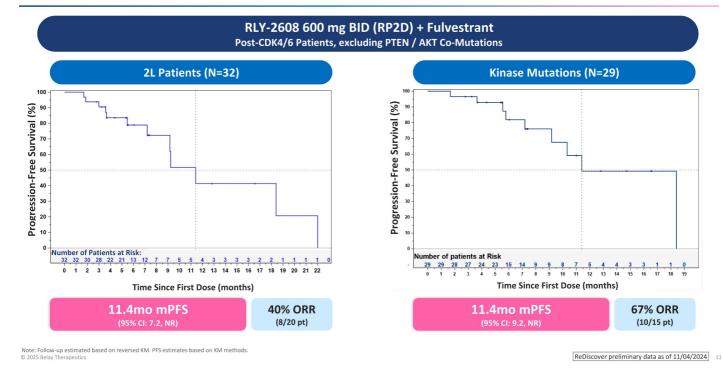


	Doublet Combination Regimens			
	Inavolisib + fulvestrant	Alpelisib + fulvestrant	Capivasertib + fulvestrant approved 2023	RLY-2608 + fulvestrant (600mg BID, RP2D)
Data Benchmark	Ph1b Arm D ¹ (N=60)	BYLieve Cohort C ² (N=126)	CAPItello-291 ^{3,6} (N=355)	ReDiscover (N=52)
% pt with >=2 prior LoT	57%	63%	23%	39%
% prior SERD ⁵	47%	33%	0%	52%
mPFS	7.1mo	5.6mo	5.5mo ⁴	9.2mo
CBR	48%		RR & CBR 56%	67%
ORR	19%		30% of pts DK4/6-naïve 26 % ⁶	39%

1. SABCS 2021 #P5-17-05 (n=60); 2. SABCS 2021 #PD-13-05; 3. Turner N Engl J Med 2023; 388-2058-2070 (n=355); 4. S.5mo mPFS reported in CDK4/6-experienced patient sub-population of CAPItelio-291; 5. Prior SERD includes fulvestrant and next-generation SERDs; 6. FDA Prescribing Information. Note: These data are derived from different clinical trials at different points in time, with differences in molecule composition, trial design and patient populations. As a result, cross-trial comparisons cannot be made, and no head-to-head clinical trials have been conducted. ReDiscover preliminary data as of 11/04/2024 10 10

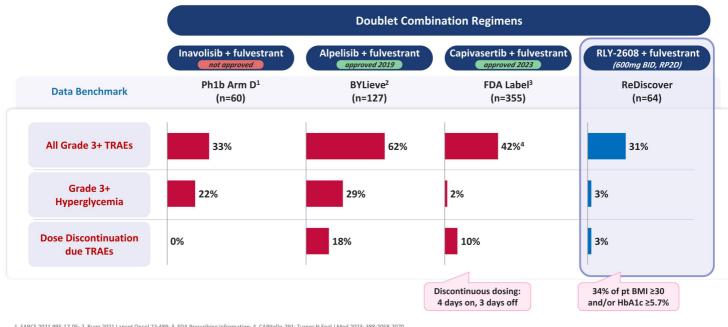
RLY-2608 – Efficacy: 11.4 Month Median PFS in 2L & Kinase Patients





PI3Kα Inhibitors – Tolerability Profiles

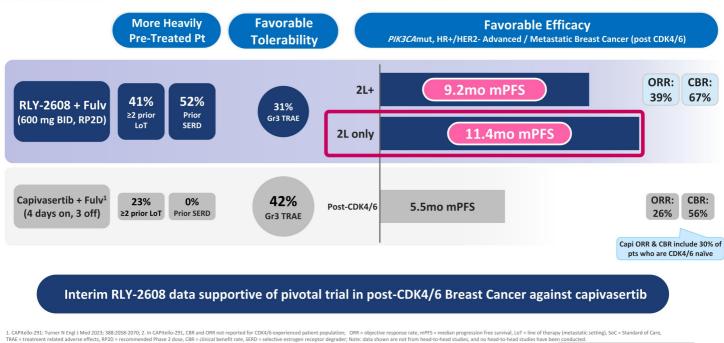




1. SABCS 2021 #P5-17-05; 2. Rugo 2021 Lancet Oncol 22:489; 3. FDA Prescribing Information; 4. CAPItello-291: Turner N Engl J Med 2023; 388:2058-2070. Note: These data are derived from different clinical trials at different points in time, with differences in molecule composition, trial design and patient populations. As a result, cross-trial comparisons cannot be made, and no head-to-head clinical trials have been conducted. 2025 Relay Therapeutics 2025 Relay Therapeutics

RLY-2608 – Interim Clinical Data Continue to Show Clinically Meaningful PFS



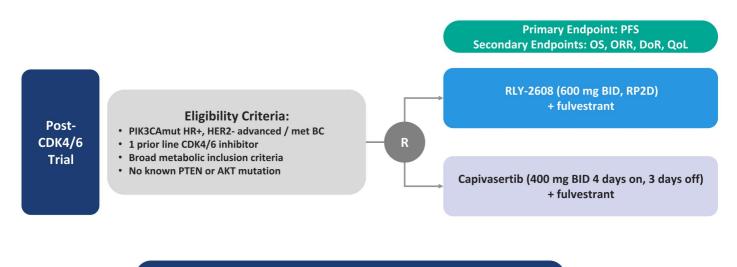


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ReDiscover preliminary data as of 11/04/2024 13



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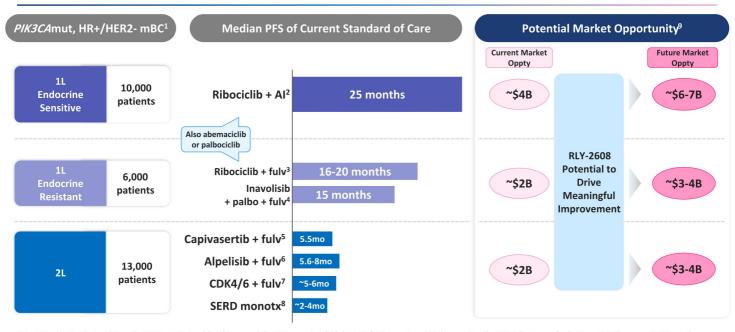


Post-CDK4/6 pivotal start expected in 2025

*Subject to discussions with regulators; eligibility criteria, endpoints, RP2D, and other aspects of trial design have not yet been finalized; OS = overall survival, DoR = duration of response, QoL = quality of life, met BC = metastatic Breast Cancer; 2L = 2nd line © 2025 Relay Therapeutics

Large Unmet Need in Metastatic Breast Cancer

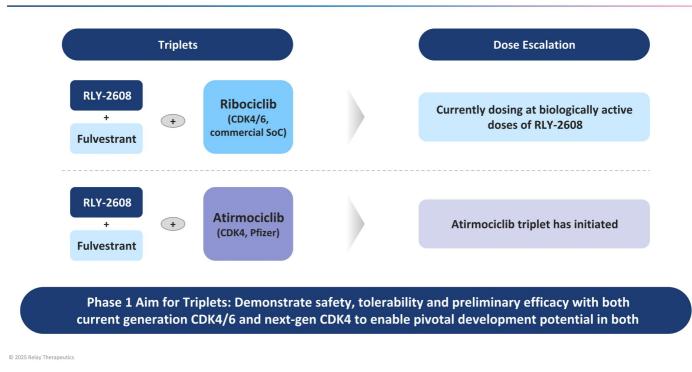




Notes: 1. Prevalent US patient population with a PIK3CA mutation in each line of therapy, excluding PTEN co-mutations (Global Data HR+/HER2- Breast Cancer Global Forecast, November 2023; 3rd party source for alteration rate); 2. All-comers and PIK3CA mut sub-group, MONALEESA-2; 3. All-comers and PIK3CA mutation. MONALEESA-3; 4. INAVO120: SABCS 2023 GS03-13; 5. Turner N Engl J Med 2023; 388:2058-2070 (n=355); 6. Rugo 2021 Lancet Oncol 22:489, SABCS 2021 #P1-18-03; 7. MAINTAIN: Kalinsky 2023 J Clin Oncol 41:4004, postMONARCH: Kalinsky 2024 ASCO; 8. Elacestrant Prescribing Information; 9. Informed by qualitative and quantitative primary market research performed in Q2 2024 0 2025 Relay Therapeutics

RLY-2608 – On Track to Realize 1L Potential with Triplet Combinations



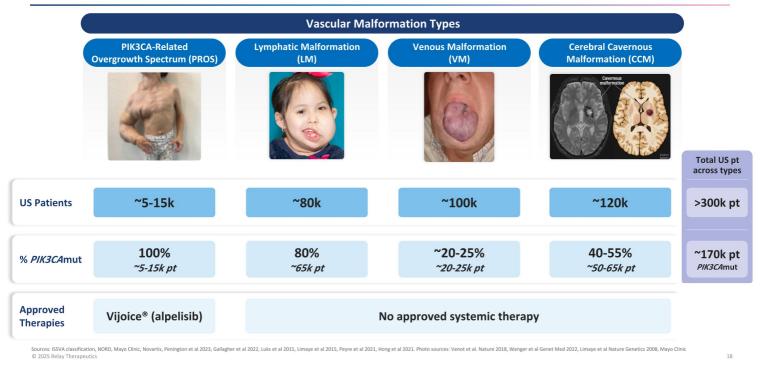




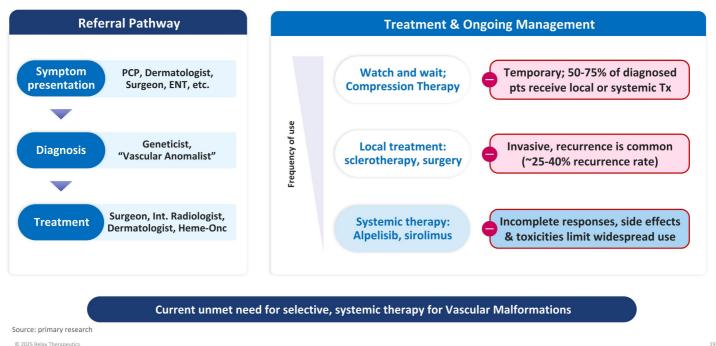
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Vascular Malformations – Over 170,000 US Patients





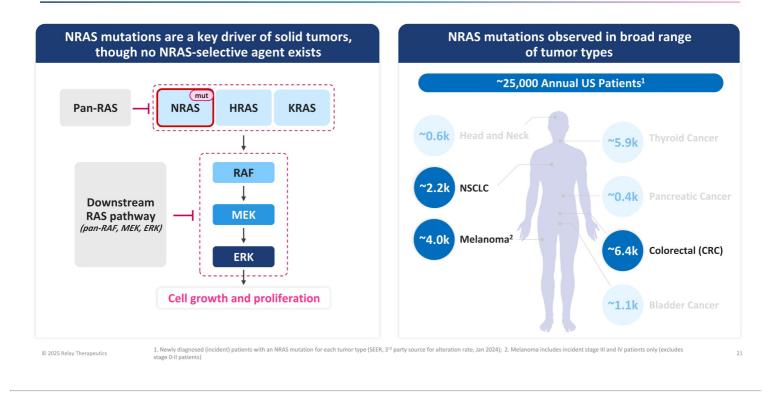




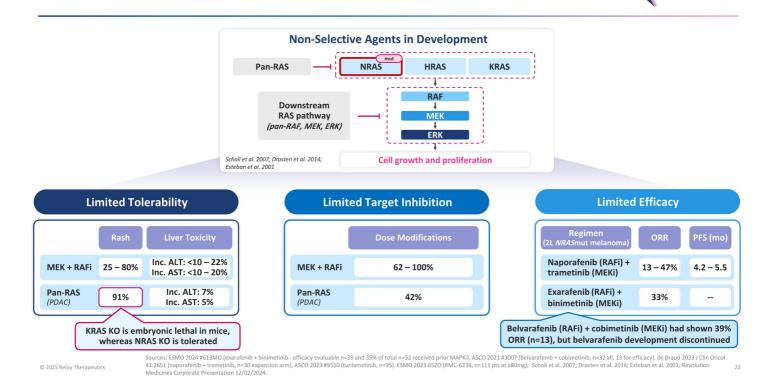


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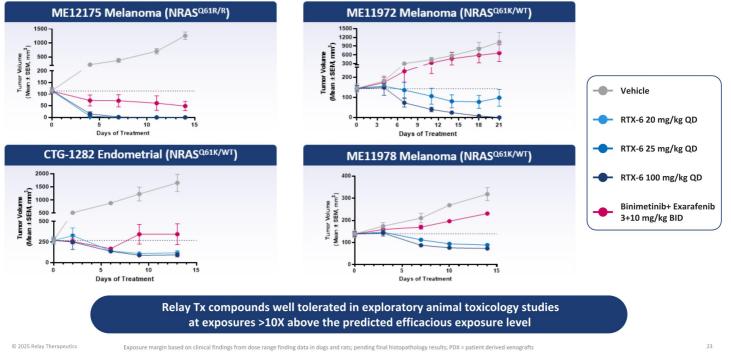
Limited Therapeutic Window of Current Agents – Pan-RAF/RAS & MEK Inhibitors



RELAY

Deep Regressions in PDXs Across Histologies & NRAS Genotypes



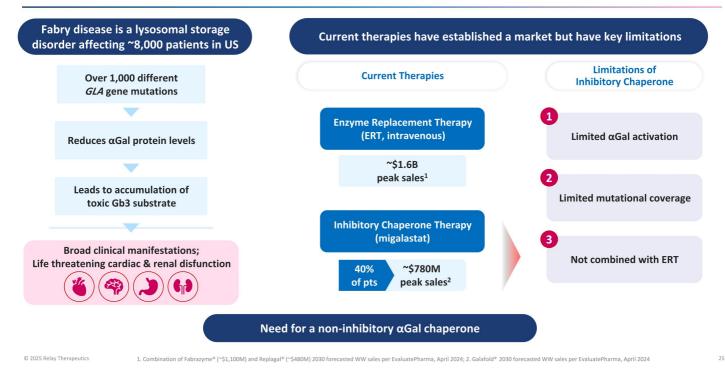




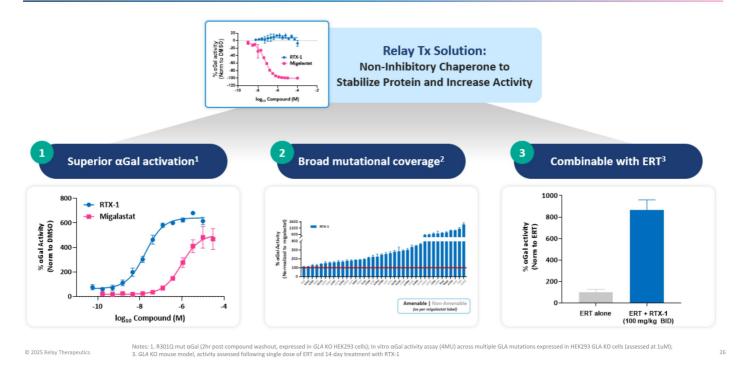
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Fabry Disease – Large Validated Market With Significant Unmet Need









Relay Tx – 2025 Priorities



	BREAST CANCER	GENETIC DISEASE	SOLID TUMORS	GENETIC DISEASE
	PI3Kα-Driven Breast Cancer	PI3Kα-Driven Vascular Malformations	NRAS-Driven Solid tumors	Fabry Disease
Program	1 st mutant-selective PI3Kα inhibitor	1 st mutant-selective PI3Kα inhibitor	1 st NRAS-selective inhibitor	1 st non-inhibitory αGal chaperone
Large US pportunity	~140,000 pts ¹	~170,000 pts² (chronic treatment)	~28,000 pts ⁴	~8,000 pts ³ (chronic treatment)
Inticipated Milestone	 Pivotal trial start – 2025 Full Ph1-2 data – 2025 	Clinical start – 1Q 2025	Clinical start – 2H 2025	Clinical start – 2H 2025
		Progress 4 unnamed research pro	ograms	
© 2025 Relay Therapeutics	alteration rate); 2. Prevalence of vascular malformations with	cluding PTEN co-mutations) in adjuvant, first line metastatic and second lin a PIK3CA mutation (Gallagher et al 2022 and several other sources); 3. Prev 3″ party source for alteration rate, Jan 2024); 5. Fabry disease forecasted	valence of Fabry patients (National Fabry Disease Foundation, Jar	2024); 4. Newly diagnosed (incident) solid tumors



