

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 8, 2014 (January 2, 2014)

NewLink Genetics Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-35342
(Commission
File Number)

42-1491350
(IRS Employer
Identification No.)

2503 South Loop Drive
Ames, IA
(Address of principal executive offices)

50010
(Zip Code)

Registrant's telephone number, including area code: **(515) 296-5555**

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))

Section 5 - Corporate Governance and Management

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

(e) Executive Officer Compensation and Equity Awards

On January 2, 2014, the Board of Directors (the “**Board**”) of NewLink Genetics Corporation (the “**Company**”) (a) approved 2013 bonuses for the Company’s “named executive officers” (as defined in Item 402(a)(3) of Regulation S-K promulgated by the Securities and Exchange Commission and with respect to the Company’s 2013 fiscal year), (b) approved grants of restricted stock unit awards to certain of the named executive officers for extraordinary performance in 2013, (c) approved 401(k) contributions for the named executive officers and (d) approved 2014 compensation for the named executive officers, including salaries, target bonus percentages, stock option awards and restricted stock unit awards.

2013 Bonuses and Restricted Stock Unit Awards

The 2013 bonus awards for the applicable named executive officers are set forth on Exhibit 10.1 attached hereto and incorporated herein by reference. The 2013 bonus awards for the applicable named executive officers are based on the achievement of corporate and individual goals previously approved by the Board. The Board also approved grants of fully vested restricted stock unit awards to each of Dr. Link and Dr. Vahanian for extraordinary performance in 2013, as set forth on Exhibit 10.1 hereto and incorporated herein by reference.

2013 401(k) Contributions

The Company’s employees, including its executive officers, are eligible to participate in the Company’s 401(k) plan (the “**401(k) Plan**”). The 401(k) Plan provides that each participant may contribute a portion of his or her pretax compensation. In addition, the Company provides an annual contribution of 3% of each participant’s salary (the “**Safe Harbor Contribution**”). The Safe Harbor Contribution is capped at \$7,650.00 per year. The Board also has the discretion to approve additional contributions to participants (the “**Discretionary Contribution**”). For 2013, the Board approved Discretionary Contribution amounts for named executive officers that, when added to the Safe Harbor Contributions, totaled 4.5% of each named executive officer’s 2013 total potential cash compensation, which included 2013 salary and 100% achievement of the bonus target for 2013, as set forth on Exhibit 10.1 hereto. The following table lists the 401(k) contributions that the Company made to its named executive officers for 2013:

Named Executive Officer	Discretionary Contribution	Safe Harbor Contribution	Total 401(k) Contribution	Percent of 2013 Total Potential Cash Compensation
Dr. Charles J. Link, Jr.	\$30,070.80	\$7,650.00	\$37,720.80	4.5%
Dr. Nicholas N. Vahanian	\$19,755.00	\$7,650.00	\$27,405.00	4.5%
Gordon H. Link, Jr.	\$9,760.95	\$7,650.00	\$17,410.95	4.5%
Dr. W. Jay Ramsey	\$8,952.30	\$7,650.00	\$16,602.30	4.5%

2014 Named Executive Officer Compensation

The 2014 base salaries, target bonus awards, stock option awards and restricted stock unit awards for the named executive officers are set forth on Exhibit 10.2 attached hereto and incorporated herein by reference. The 2014 bonus awards for the applicable named executive officers will be based on the achievement of corporate and individual goals, which have not yet been established for 2014.

Section 9 - Financial Statements and Exhibits

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Description</u>
10.1	2013 Bonus Awards
10.2	2014 Salaries, Bonus Targets and Equity Awards

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.

Dated: January 8, 2014

NewLink Genetics Corporation

By: /s/ Gordon H. Link, Jr.
Gordon H. Link, Jr.
Its: Chief Financial Officer

INDEX TO EXHIBITS

<u>Exhibit Number</u>	<u>Description</u>
10.1	2013 Bonus Awards
10.2	2014 Salaries, Bonus Targets and Equity Awards

2013 Bonus Awards

Name and Title	Bonus Target*	Goal Percentage Achieved	Bonus Target Achieved*	2013 Salary	Total Cash Bonus Awarded	Restricted Stock Unit Awards
Charles J. Link, Jr., M.D. Chairman of the Board and Chief Executive and Scientific Officer	55%	100%	55%	\$540,800	\$297,440	12,500
Nicholas N. Vahanian, M.D. President and Chief Medical Officer	45%	100%	45%	\$420,000	\$189,000	9,500
Gordon H. Link, Jr. Chief Financial Officer	35%	85%	30%	\$286,600	\$85,264	
W. Jay Ramsey, M.D., Ph.D. Quality Assurance Officer	30%	100%	30%	\$283,800	\$85,140	

*Bonus Targets listed as percentage of 2013 Base Salary

2014 Salaries, Bonus Targets and Equity Awards

Name and Title	2014 Salary	Bonus Target*	Total Cash Bonus Target	Stock Options	Restricted Stock Unit Awards
Charles J. Link, Jr., M.D. Chairman of the Board and Chief Executive and Scientific Officer	\$573,200	60%	\$343,920	108,750	23,000
Nicholas N. Vahanian, M.D. President and Chief Medical Officer	\$453,600	50%	\$226,800	71,250	15,000
Gordon H. Link, Jr. Chief Financial Officer	\$295,200	35%	\$103,320	27,000	5,700
W. Jay Ramsey, M.D., Ph.D. Quality Assurance Officer	\$312,200	35%	\$109,270	32,250	6,800

*Bonus Targets listed as percentage of 2013 Base Salary