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Progenics Pharmaceuticals, Inc.

Extract: Bylaws Amendment (Plain English Desc) from a [8-K](#) on 10/02/2019

[SEC Document](#)

[SEC Filing](#)

On October 1, 2019, Progenics' board of directors approved an amendment to Progenics' By-laws (the "Bylaw Amendment"). The Bylaw Amendment became effective on October 1, 2019.

The Bylaw Amendment provides that, among other things, unless the Progenics consents in writing to the selection of an alternative forum, the Court of Chancery in the State of Delaware will, to the fullest extent permitted by law, be the sole and exclusive forum for (1) any derivative action or proceeding brought on behalf of the Progenics, (2) any action asserting a claim of breach of a fiduciary duty owed by any current or former director, officer, other employee or stockholder of Progenics to Progenics or Progenics' stockholders, (3) any action asserting a claim arising pursuant to any provision of the General Corporation Law of the State of Delaware, the Certificate of Incorporation or these Bylaws or as to which the General Corporation Law of the State of Delaware confers jurisdiction on the Court of Chancery of the State of Delaware, or (4) any action asserting a claim arising out of or relating to Progenics' the internal affairs.