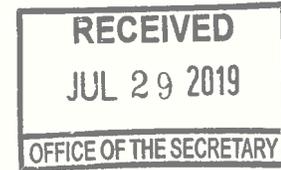




July 22, 2019

Ms. Vanessa Countryman  
Secretary  
Securities and Exchange Commission  
100 F Street NE  
Washington, DC 20549-0609



Re: File No. S7-06-19: Amendments to the Accelerated Filer and Large Accelerated Filer Definitions

Dear Ms. Countryman:

On behalf of Equillum, Inc., we are pleased to support the SEC's proposed rule to amend the definitions of "accelerated" and "large accelerated" filers. Equillum is a clinical stage biopharmaceutical company advancing a new wave of drug discoveries to address autoimmune and inflammatory disorders. Our company went public in 2018 as an emerging growth company (EGC), which enabled us to access public capital markets earlier in our growth cycle due to the onramp and regulatory relief provisions provided by the JOBS Act of 2012.

Both the ability to access public capital markets and the regulatory relief afforded small public companies have enabled us to invest significantly in research and development to advance our clinical pipeline and make potential breakthrough drug discoveries to treat diseases with high unmet need. For instance, in 2018, we invested almost \$5M in research and development, alone. We commend the SEC for pursuing thoughtful and targeted regulatory relief—as indicated by the proposed rule—to enable companies like ours to continue to invest heavily in generating long-term value for our shareholders and patients, alike.

If the proposed rule is implemented in its current form, Equillum and other small public companies will benefit from relief from Sarbanes-Oxley (SOX) 404(b), the auditor's attestation of internal controls over financial reporting, until the company exceeds the \$100 million annual revenue cap and \$700 million in public float. The certainty and predictability provided by the proposed rule will enable small public companies like ours to prioritize investments in factors that actually determine success or failure in the biotech industry, such as the science and technology underpinning our company's potential, expanding our clinical pipeline to treat new and broader patient populations, and the design and execution of clinical trials that enhance our opportunity to garner approval from the Food and Drug Administration, among others. While well-intentioned, SOX 404(b) has harmed small public companies because of its disproportionate expense, which diverts capital away from research and development, and the evidence<sup>1</sup> and our



experience that it is not material for or important to our investors. We strongly believe that this proposed rule will benefit small public companies and their investors by freeing up more capital to hire talent, invest further in research and development, and expand our clinical pipeline to improve our chances at succeeding in developing new drugs to treat the nation's most intractable health problems. For these reasons, the SEC's proposal to expand relief from SOX 404(b) for small public companies is a welcome step forward to making our public capital markets more accessible and attractive to small companies.

We commend the SEC's efforts to ease the regulatory burdens facing small companies under the proposed rule.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Keyes".

Jason Keyes  
Chief Financial Officer

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<sup>i</sup> Study by Profs. Craig Lewis and Joshua T. White of Vanderbilt University, "Science or Compliance: Will Section 404(b) Compliance Impede Innovation by Emerging Growth Companies in the Biotech Industry?" February 2019, [https://www.bio.org/sites/default/files/BIO\\_EGC\\_White\\_Paper\\_02\\_11\\_2019\\_FINAL.pdf](https://www.bio.org/sites/default/files/BIO_EGC_White_Paper_02_11_2019_FINAL.pdf).