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

Post-Effective Amendment No. 1
to Form S-8 Registration Statement No. 333-237859

UNDER
THE SECURITIES ACT OF 1933

BRICKELL BIOTECH, INC.

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of
incorporation or organization)

93-0948554

(I.R.S. Employer
Identification No.)

5777 Central Avenue, Suite 102
Boulder, CO

(Address of Principal Executive Offices)

80301

(Zip Code)

2020 Omnibus Long-Term Incentive Plan
(Full title of the plans)

Robert B. Brown
Chief Executive Officer
Brickell Biotech, Inc.
5777 Central Avenue, Suite 102
Boulder, CO 80301
(720) 505-4755

(Name, address and telephone number, including area code, of agent for service)

Copies to:

Christine G. Long
Faegre Drinker Biddle & Reath LLP
600 East 96th Street, Suite 600
Indianapolis, Indiana 46240
(317) 569-9600

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

| | | | |
|-------------------------|-------------------------------------|---------------------------|-------------------------------------|
| Large accelerated filer | <input type="checkbox"/> | Accelerated filer | <input type="checkbox"/> |
| Non-accelerated filer | <input checked="" type="checkbox"/> | Smaller reporting company | <input checked="" type="checkbox"/> |
| Emerging growth company | <input type="checkbox"/> | | |

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 7(a)(2)(B) of the Securities Act.

EXPLANATORY NOTE

Brickell Biotech, Inc. (the “Company”) filed a Form S-8 Registration Statement ([Registration No. 333-237859](#)) on April 27, 2020 (the “Original Registration Statement”), registering 2,333,587 shares of the Company’s common stock, par value \$0.01 per share issuable under the Brickell Biotech, Inc. 2020 Omnibus Long-Term Incentive Plan (the “Plan”).

The Company is filing this Post-Effective Amendment No. 1 to amend the Original Registration Statement to clarify that the Original Registration Statement covers, in addition to the 2,333,587 shares of common stock registered thereby, and pursuant to Rule 416(a) under the Securities Act of 1933, as amended, an indeterminate number of shares of the Company’s common stock which may be issuable pursuant to the anti-dilution provisions of the Plan by reason of stock splits, stock dividends and other events.

Item 8. Exhibits.

| <u>Exhibit Number</u> | <u>Description of Exhibit</u> |
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| 24.1 | Power of attorney (contained on the signature page of this registration statement) |
