

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): June 7, 2024

Protara Therapeutics, Inc.  
(Exact name of registrant as specified in its charter)

<u>Delaware</u> (State or other jurisdiction of incorporation)	<u>001-36694</u> (Commission File No.)	<u>20-4580525</u> (IRS Employer Identification No.)
<u>345 Park Avenue South Third Floor New York, NY</u> (Address of principal executive offices)		<u>10010</u> (Zip Code)

Registrant's telephone number, including area code: (646) 844-0337

N/A  
(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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, par value \$0.001 per share	TARA	The Nasdaq Capital 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

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 5.07 Submission of Matters to a Vote of Security Holders.**

The Annual Meeting of Stockholders (the “Annual Meeting”) of Protara Therapeutics, Inc. (the “Company”) was held on June 7, 2024. As of April 11, 2024, the record date for the Annual Meeting, there were 20,578,425 shares of the Company’s common stock outstanding and entitled to vote. A summary of the matters voted upon at the Annual Meeting and the final voting results are set forth below.

**Proposal 1. Election of Directors.**

The Company’s stockholders elected the three persons listed below as Class I directors, each to serve on the Company’s Board of Directors until the Company’s 2027 Annual Meeting of Stockholders and until their respective successors are duly elected and qualified. The final voting results are as follows:

	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
Jane Huang, M.D.	9,656,095	125,127	3,809,729
Richard Levy, M.D.	9,642,092	139,130	3,809,729
Michael Solomon, Ph.D.	9,560,752	220,470	3,809,729

**Proposal 2. Ratification of the Selection of Independent Registered Public Accounting Firm.**

The Company’s stockholders ratified the selection by the Company’s Audit Committee of the Board of Ernst and Young LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2024. The final voting results are as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>
13,399,953	189,574	1,424

**Proposal 3. Approval, on an Advisory Basis, of the Compensation of the Company’s Named Executive Officers.**

The Company’s stockholders approved, on an advisory basis, the compensation of the Company’s named executive officers, as disclosed in the Company’s definitive proxy statement for the Annual Meeting. The final voting results are as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
6,999,091	196,457	2,585,674	3,809,729

**Proposal 4. Approval of the Protara Therapeutics, Inc. 2024 Equity Incentive Plan.**

The Company’s stockholders approved the adoption of the Protara Therapeutics, Inc. 2024 Equity Incentive Plan, as disclosed in the Company’s definitive proxy statement for the Annual Meeting. The final voting results are as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
9,600,764	159,296	21,162	3,809,729

**Proposal 5. Approval of the Protara Therapeutics, Inc. 2024 Employee Stock Purchase Plan.**

The Company’s stockholders approved the adoption of the Protara Therapeutics, Inc. 2024 Employee Stock Purchase Plan, as disclosed in the Company’s definitive proxy statement for the Annual Meeting. The final voting results are as follows:

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
9,650,650	128,502	2,070	3,809,729

**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.

**Protara Therapeutics, Inc.**

Dated: June 10, 2024

By: /s/ Patrick Fabbio  
Patrick Fabbio  
*Chief Financial Officer*