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): November 12, 2020

Protara Therapeutics, Inc.

(Exact name of registrant as specified in its charter)

001-36694

Delaware (State or other jurisdiction of incorporation)

(Commission File No.) 20-4580525 (IRS Employer

Identification No.)

1 Little West 12th Street New York, NY

(Address of principal executive offices)

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)

Derecommencement 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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
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 \Box

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.

10014

(Zip Code)

Item 8.01 Other Events.

On November 12, 2020, the U.S. Food and Drug Administration Division of Vaccines and Related Products Applications (the "Division") notified Protara Therapeutics, Inc. (the "Company") that an update and the accompanying clarification questions that the Company previously submitted to the Division related to the Company's Investigational New Drug Application for TARA-002 in Lymphatic Malformations are being reviewed and that the Division is in the process of generating responses to the Company's clarifying questions. The Division indicated that it will not grant the Company's request for an End of Phase 2 meeting at this time and that a meeting may be appropriate following the Division's responses to the Company's clarifying questions.

In connection with the Division notification, on November 17, 2020, the Company made available an updated Corporate Presentation on the Investor Relations page of the Company's website, which will be used at investor and other meetings. A copy of the Corporate Presentation is attached hereto as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. The Company does not undertake to update this presentation.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit

Number	Exhibit Description	
99.1	Protara Therapeutics, Inc. Corporate Presentation, November 2020.	

2

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.

By: /s/ Blaine Davis

Blaine Davis Chief Financial Officer

Dated: November 17, 2020



Forward Looking Statements

Statements contained in this presentation regarding matters that are not historical facts are "forward looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. Protara may, in some cases, use terms such as "predicts," "believes," "potential," "proposed," "continue," "designed," "estimates," "anticipates," "expects," "plans," "intends," "may," "could," "might," "will," "should" or other words or expressions referencing future events, conditions or circumstances that convey uncertainty of future events or outcomes to identify these forward-looking statements. Such forward-looking statements include but are not limited to, statements regarding Protara's intentions, beliefs, projections, outlook, analyses or current expectations concerning, among other things: Protara's business strategy, Protara's manufacturing and development plans for its product candidates and related interactions with the FDA, ex-U.S. development plans, Protara's financial footing, the impact of the COVID-19 pandemic and related governmental responses on Protara's business and clinical programs. Because such statements are subject to risks and uncertainties, actual results may differ materially from those expressed or implied by such forwardlooking statements. Factors that contribute to the uncertain nature of the forward-looking statements include: fisks that Protoro sales, revenue, expense and other financial guidance may not be as expected, as well as risks and uncertainties associated with: Protara's development programs, including the initiation and ies; the impact of the COVID-19 completion of non-clinical studies and clinical trials and the timing of required filings with the FDA and other regulatory age conditions; changes in the competitive landscape; pandemic on Protara's business, clinical supply chain, clinical trials, and the global economy; general market changes in Protara's strategic and commercial plans; Protara's ability to obtain sufficient financing to fund its strategic plans and commercialization efforts; having to use cash in ways or an timing other than expected; the impact of market volatility on cash reserves, the loss of key members of management; and the risks and uncertainties associated with Protara's business and financial condition in general, including the risks and uncertainties described more fully under the caption "Risk Factors" and elsewhere in Protora's filings and reports with the United States Securities and Exchange Commission. You are cautioned not to place undue reliance on forward-looking statements, which speak only as of the date on which they were made. Protota undertakes no obligation to update any forward-looking statements, whether as a result of the receipt of new information, the occurrence of future events or cept as required by law.



Investment Summary



Lead programs: TARA-002 in Non-Muscle Invasive Bladder Cancer (NMIBC) and Lymphatic Malformations (LMs)

- Cell-based immunopotentiator
- FDA confirmed initial comparability to Japanese predecessor OK_432
- NMIBC clinical development plan in place following Pre-Investigational New Drug (PIND)
 engagement with FDA
- TARA-002/OK-432 is standard of care in Japan for LMs; completed Phase 2 study in U.S. supports treatment effect with strong safety profile



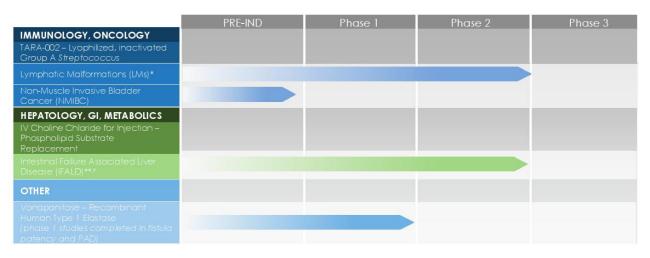
Other mid-stage development programs provide diversification and additional growth potential

 IV Choline in intestinal failure associated liver disease (IFALD): Completed End Of Phase 2 dialogue with FDA and aligned on Phase 3 design



Company well funded through anticipated key milestones through early 2023

Pipeline Addresses Multiple Indications With High Unmet Need





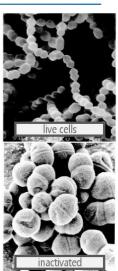
THERAPEUTICS "TARA-002 Granted Rare Pediatric Disease Designation for the treatment of LMs. OK-432 Granted Orphan Drug Designation by the U.S. FDA for the treatment of LMs, which we believe is applicable under established comparability. "Granted Orphan Drug and Fast Track Designations by the U.S. FDA 'Phase 1 PK study to be conducted prior to commencing Phase 3



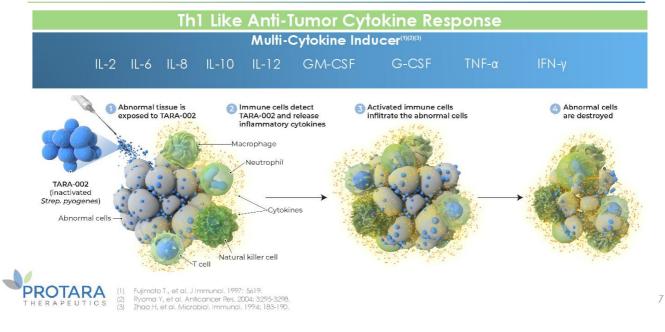
TARA-002: Cell-Based Immunopotentiator with Significant Potential

- TARA-002 is an investigational, genetically distinct strain of Streptococcus pyogenes that is inactivated while retaining its immunestimulating properties
- TARA-002 is manufactured under GMP conditions from the same Master Cell Bank as OK-432⁽¹⁾, once one of the largest selling oncology products in Japan
- FDA has confirmed initial comparability between TARA-002 and OK-432 and path forward to completion of GMP comparability
- Having established initial comparability to OK-432, the extensive data generated by OK-432 will help support TARA-002

Protara has worldwide rights ex-Japan & Taiwan for TARA-002/OK-432
 (1) Marketed in Japan and Taiwan as Picibani^{PP}.
 Note: Manufacturing modifications reflect manufacturing to U.S. cGMP standards



TARA-002: Mechanism of Anti-Tumor / Anti-Cystic Activity



OK-432: Human Efficacy Data in Multiple Indications

OK-432 has been approved (ex-US) or studied in multiple indications

Non-Muscle Invasive Bladder Cancer Ovarian cancer • APPROVED INDICATIONS IN Malignant mesothelioma JAPAN • Pancreatic cancer • Esophageal cancer • Lymphangiomas (Lymphatic Malformations) Oral squamous cell cancer • Gastric cancer combo with chemo (post-operative) • • Hepatocellular cancer • Primary lung cancer combo with chemo • Ranula • Reduction of ascites in gastrointestinal cancer Thyroglossal cysts • • Reduction of pleural effusion in lung cancer

• Unresponsive head, neck & thyroid cancer

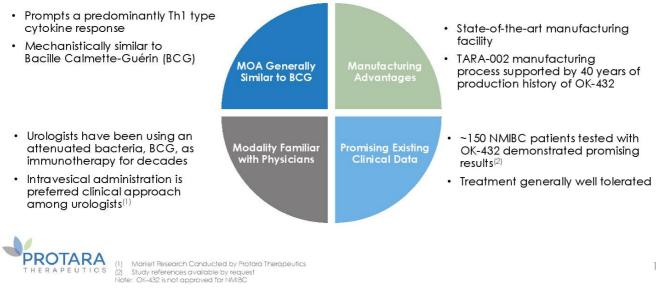


- Pleurodesis •
- Seroma
- Symptomatic lymphocele
- Auricular hematoma



TARA-002 in NMIBC: Profile Supports Potential in NMIBC

Similar mechanism to BCG, notable patient experience in Asia and manufacturing advantages



Clinical Evidence with OK-432 Provides Strong Rationale for Development of TARA-002 in NMIBC

Data across multiple studies in ~150 NMIBC patients treated intravesically shows that OK-432:

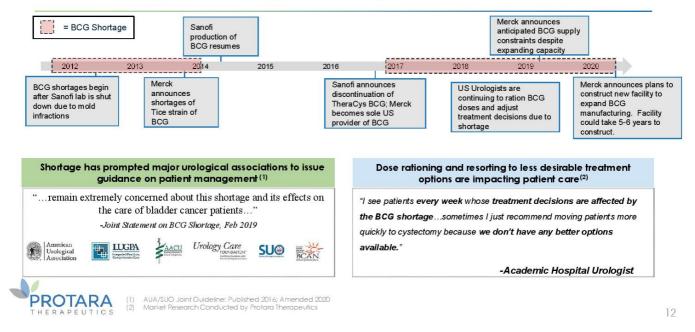
- Was generally well-tolerated, with safety and tolerability observed across a range of doses
- Demonstrated efficacy and lower rates of recurrence vs. control group, including in the randomized, controlled setting

	Total Pts/ OK-432 Pts	
2 to 5 KE intratumoral, 5 KE intravesical instillation	78/37	In previously unresected tumors, 5 recurrences in OK-432 treated patients vs. 12 recurrences over in the control arm (p<0.05) at 36 months cut off. For patients with primary disease, OK-432 showed a benefit over control in multiple subgroups (multifocal, sessile, or high grade).
2 to 5 KE intratumoral, 5 KE intravesical instillation	36/17	OK-432 reduced recurrence rates of disease (3.5% recurrence in OK-432 group compared to ~73% recurrence in surgery alone group); OK-432 caused lymphacyte infiltration into carcinomas (as evidenced by histology after resection).
5KE (intravesical), 10 KE (intratumoral)	38/38	Tumors were eliminated endoscopically in 6 of 28 (21.4%) patients in which OK:432 was intravescally instilled (Stage Ta = 5 patients, Stage T1 = 1 patient; all patients Grade 1), and 3 of 10 (30%) patients with intratumoral OK:432 injection.
3 KE intravesical instillation weekly for 6 weeks then monthly for 6 months	30/30	At a mean follow-up of 14 months, tumor recurrence was observed in 16.6% of patients, with no recurrence in 83.4% of patients. OK-432 stimulated secretion of IL-2 and TNFa (ρ =0.05 for both).
3 KE (in 30 ml) intravesical instillation	55/55	Overall, patients treated in the study had a recurrence rate of 34.5% and progression rate of 10.9%. Treatment with OK- 422 was more effective when patients were negative for PD- L1 (16.7% recurrence rate, 4.2% progression rate), regardless of disease stage/arade.
	2 to 5 KE intratumoral, 5 KE intravesical instillation 2 to 5 KE intratumoral, 5 KE intravesical instillation 5 KE (intravesical), 10 KE (intratumoral) 3 KE intravesical instillation weekly for 6 weeks then monthly for 6 months 3 KE (in 30 ml)	OK-432 OK-432 Dose Regimen Pts 2 to 5 KE Intratumoral, 5 KE Intravesical instillation 78 / 37 2 to 5 KE Intratumoral, 5 KE Intravesical instillation 36 / 17 5 KE (intravesical) instillation 36 / 17 5 KE (intravesical) instillation 38 / 38 3 KE (intravesical) instillation weekly for 6 weeks then monthly for 6 months 30 / 30 3 KE (in 30 mil) 55 / 55



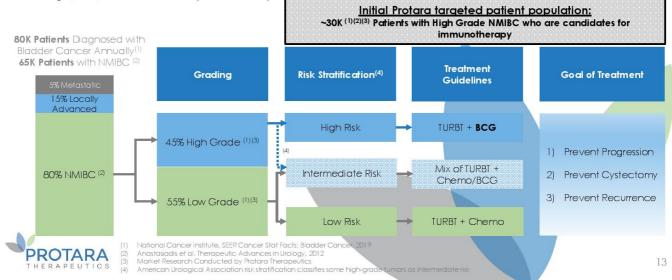
Fujita K, et al. Cancer. 1987; 59: 2027-2030 Fujita K, et al. Cancer Detection and Prevention. 19 Sun X, et al. China Journal of Medicine. 2004; 14: 49 Uu, ZH, et al. Oncology Letters. 2017;13:4818-4824. Fujioka et al. Acta Ural. Japan. 1989; 35: 253-257

BCG Shortage Causes Significant Impact on Care



TARA-002 in NMIBC: Overview of U.S. NMIBC & Target Population

NMIBC is categorized and treated based on risk stratification, determined by combination of tumor grade, stage, size, recurrence history and focality



TARA-002 in NMIBC: Highlights of PIND FDA Interaction

CMC:	 Initial comparability established – GMP scale up in process to complete full comparability testing Modernized release criteria for large scale (3 batch) comparability
Non-Clinical:	 Aligned on 6-week local (intravesical instillation) toxicology design with recommendations for IND content preparation
	 Requested MOA characterization & immunogenicity studies
Phase 1:	 Initial dose escalation in papillary patients
	 Clear to enroll CIS patients in Phase 1
Phase 2	 Support for study in CIS patients
	 Obtained alignment on clinically meaningful endpoints
	 Papillary patient study suggested comparator to be a chemotherapeutic agent

Supportive feedback on multiple facets of NMIBC program



TARA-002 in NMIBC: Estimated Development Timeline

 Initiate GMP scale comparability Initiate agreed-to non-clinical studies Initiate Phase 1 st Engage Internative regulatory authors Further FDA engagement (SI request, Fast Tra etc.) 	ability study • Commence CIS cohort of Phase 2 study • Commence enrollment of Papillary randomized study	 Futility analysis in CIS cohort Topline efficacy in CIS patients



TARA-002 in LMs



Lymphatic Malformations

Rare, non-malignant lesions consisting of dilated, lymphatic fluid-filled sacs caused by abnormal development of the lymphatic endothelial system⁽¹⁾



Epidemiology

Epidemiology: incidence of lymphatic malformations is \approx 1,400-1,800 LM cases per year $^{(2)}$



Current treatment options include surgical excision with high complication (33%) and recurrence (55%) rates⁽³⁾ as well as offlabel use of sclerosants

FDA Granted Pediatric Rare Disease Designation Majority of LMs present at birth (65-75%) or by age 3 (80-90%) during active lymphatic growth period⁽³⁾



Brouillard P, et al. J Clin Invest. 2014;124:898-904.
 Internal company estimates
 Ha J, et al. Curr Ped Rev. 2014;10:238-248.



OK-432 in LMs: Clear Evidence of Biologic Activity in Patients



Before





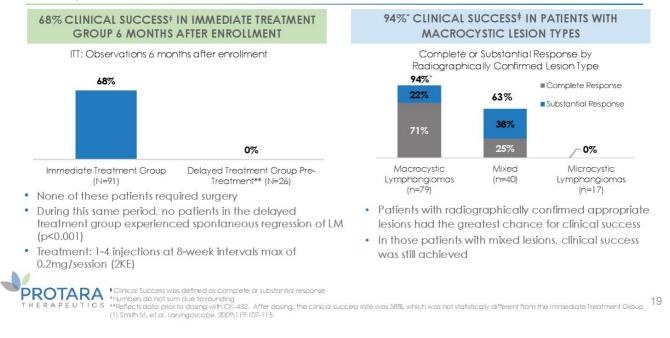
Before

After



Protara Therapeutics data on file

OK-432 in LMs: Robust Results of Completed Phase 2 Study⁽¹⁾ in U.S.



OK-432 in LMs: Compelling Safety Record

Long-term safety data in 99 patients with up to 8 years of follow up

Safety Profile

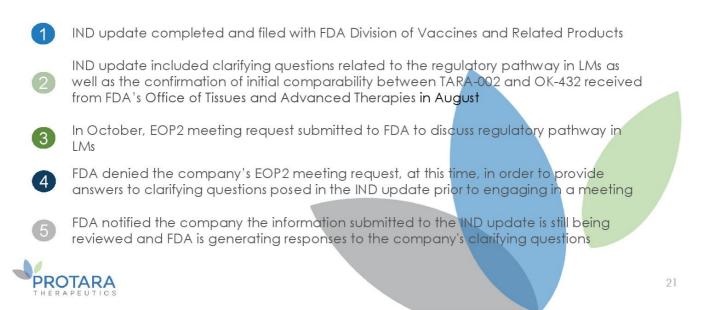
- Most common AEs with treatment were local injection site reactions, fever, fatigue, decreased appetite, with resolution within two weeks
- SAEs <u>related</u> to OK-432: re-hospitalization for infection (n=3) and severe edema (n=3), airway obstruction necessitating tracheostomy tube placement (n=4), and submental intra-cystic hemorrhage necessitating surgical excision (n=1)
- Minor AEs <u>related</u> to OK-432: temporary brachial plexus compression, myalgia, infections treated with oral antibiotics, intra-cystic hemorrhage, and dehydration
- Two SAEs not related to OK-432: death due to tracheotomy tube obstruction and vision loss following proptosis



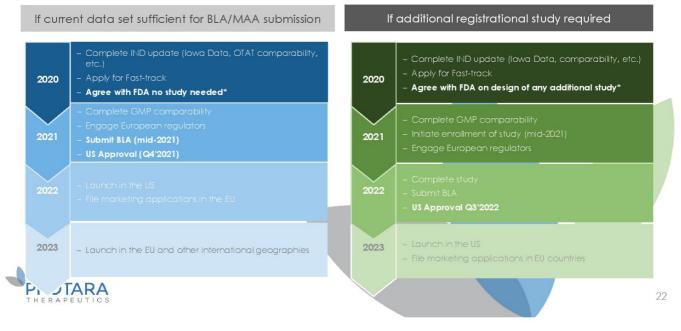
S Smith M, et al. Laryngoscope. 2009;119:107-115.

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TARA-002 in LMs: Regulatory Update



TARA-002 in LMs: Planned Next Steps



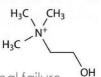


IV Choline in IFALD: Late-stage Opportunity for an Unmet Medical Need



An Essential Molecule in Several Metabolic Processes

Patients dependent on Parenteral Nutrition (PN) cannot absorb sufficient levels of choline. Data confirms that choline deficient diets results in steatosis and cholestasis⁽¹⁾



Clinical History Supporting Choline Substrate Replacement in IFALD (intestinal failure associated liver disease) Patients

A Phase 2 study demonstrated the clinical potential of choline substrate replacement therapy by reversing certain hallmark pathologies of $\mathsf{IFALD}^{(1)}$



Strong Market Opportunity with Potential to Expand Addressable Patients Prevalence of patients on PN 79/million⁽²⁾; recent Medicare diagnosis data suggests \approx 5,000 IFALD patients⁽³⁾



Clear Regulatory and Clinical Path Forward

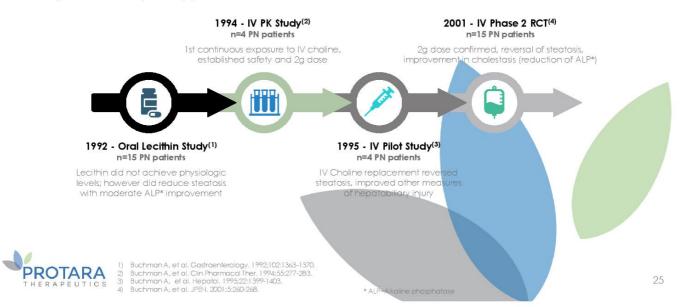
FDA designations (Orphan Drug Designation, Fast Track Designation) combined with encouraging feedback from End of Phase 2 meeting for Phase 1 PK study followed by Phase 3 trial



Buchman A, et al. JPEN. 2001;5:260-268.
 Mundi M, et al. ASEPN. 2017;32:799-805.
 Internal Protara market research

IV Choline in IFALD: Informative Clinical History

A significant body of supportive evidence across 4 studies



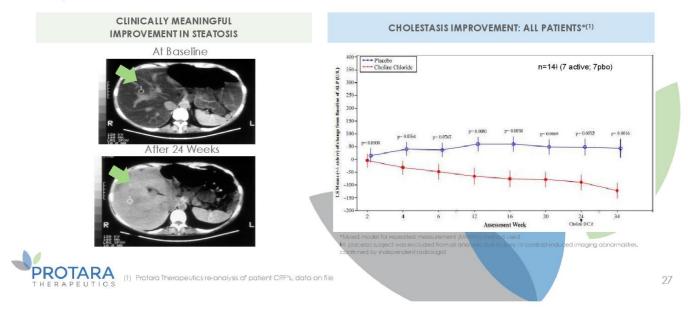
IV Choline in IFALD: Multi-Center Phase 2a POC Study

Randomized, Controlled Study Design & Objective

	IV CHOLINE F	REPLACEMENT PROOF OF CONCEPT STUDY ⁽¹⁾	-	The IV Choline Chloride replacer randomized study did not have p		
	Study Design	Randomized Double-blind Phase 2 Trial				
	Subjects	15 (9 per protocol)		The primary objective of the stud Choline Chloride substrate replac hepatic steatosis and improve in	cement would rev	verse
	Age	>16 years old		receiving long-term parenteral n		lenis
	PN Requirement	Greater than 80% of all nutrient requirements supplied by PN				
	Randomization	1:1 Usual PN or PN + 2g IV choline/Day				
	Duration of Treatment	24 Weeks				
	Visits	Weeks 2,4,6,12,16, 20, 24				
	Follow up	Week 34				
	Dose	2g Choline Chloride QD in PN solution				
PRC	TARA	1) Buchman A, et al. JPEN. 2001;5:260-268.				26

IV Choline in IFALD : Phase 2 Results

Improvement in Steatosis and Cholestasis



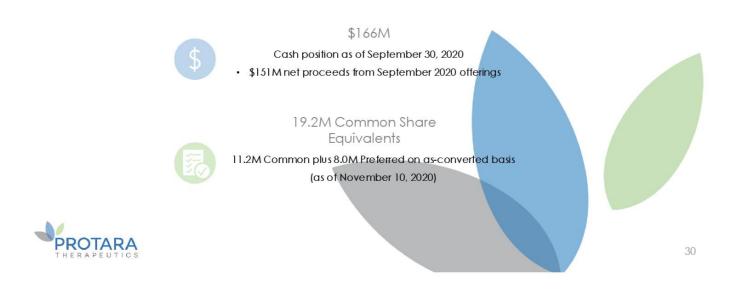
IV Choline in IFALD: Prevalence Study

Prevalence	study underway to enhance understanding of the patient population	
DESIGN	Retrospective, observational study of patients in both academic & community settings	
POPULATION	Patients dependent on PN for 6 or more months	
OBJECTIVE	Understand presence/incidence of liver disease in this population to enhance value of development potential	
QUESTIONS	How many individuals currently on service have been dependent on PN for 6 or more months? What percentage of these have elevated ALP levels (> 1.5x ULN) as an indicator of liver disease?	
PROTARA		





Finance Overview



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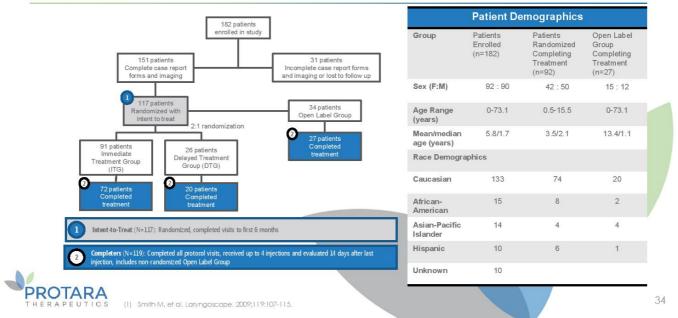
Company well funded through anticipated key milestones through early 2023



OK-432 in LMs: Overview of Completed Phase 2 Study

	Randomized, Controlled Study (N=117) ⁽¹⁾	Primary	Response to treatment in the ITG compared to the spontaneous resolution
Age	6 months – 18 yrs	Endpoint:	rate observed in the DTG, 6 months after enrollment
	LMs of the head and/or neck confirmed by MRI or CT		Definition of Response
Inclusion Criteria	 Radiographically confirmed macrocystic LM or mixed macrocystic-microcystic LM with >50% macrocystic component 		Response to therapy was measured radiographically (MRI or CT) by quantitating change in lesion size and graded as:
	At least 6 months since prior surgery for lymphangioma		 Complete (90%—100%),
Exclusion Criteria	Penicillin allergy, pregnancy and/or nursing, personal or family history of rheumatic heart disease, post-streptococcal glomerulonephritis, PANDAS, history of significant cardiac, pulmonary, hepatic, renal, or hematologic disease		 Substantial (60%–89%), Intermediate (20%–59%), None (<20%)
Treatment Groups	Immediate Treatment Group (ITG): Received OK-432 shortly after enrollment <u>Delayed Treatment Group (DTG)</u> : Observed for 6 months for spontaneous regression, then treated with OK-432 <u>Open Label Group (OLG)</u> : nonrandomized, included infants <6 months, adults >18 yrs, patients with IMs in sites other than the head/neck, and patients treated on an emergent basis	Secondary Endpoints:	 The proportion of ITG patients versus DTG patients who demonstrated a complete response (90%-100%) 6 months following enrollment The proportion of randomized patients who demonstrated at least a substantial response (60%-100%) greater than 6 months following the last injection (i.e. persistence of response)
Randomization	2.1 Randomization (per blocks of 6 enrollees) 2/3 in ITG and 1/3 in DTG (control group)		 The proportion of patients in the OLG who demonstrated at least a substantial response (60%—100%) 6 months following enrollment and 6 months following the last injection (i.e. persistence of response)
Duration of Treatment	1-4 injections 8 weeks apart		
Dose	Max of 0.2mg/session (i.e. 2 Klinische Einheit)		
PROTARA	(1) Smith M, et al. Laryngascope. 2009;119:107-115.		

OK-432 in LMs: Patient Disposition of Completed Phase 2 Study⁽¹⁾





Corporate Presentation November 2020

