

**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 21, 2024

Atea Pharmaceuticals, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation or organization)

001-39661
(Commission
File Number)

46-0574869
(I.R.S. Employer
Identification No.)

**225 Franklin Street
Boston, MA 02110**
(Address of principal executive offices) (Zip Code)

(857) 284-8891
Registrant's telephone number, including area code

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:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|--|------------------------------|--|
| Common Stock, \$0.001 par value per share | AVIR | The Nasdaq Global Select 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.

On June 21, 2024, Atea Pharmaceuticals, Inc. (the “Company”) held its 2024 Annual Meeting of Stockholders (the “Annual Meeting”). Holders of a total of 74,365,479 shares of common stock were present in person or represented by proxy at the Annual Meeting, representing approximately 88.29% percent of the Company’s outstanding common stock as of the April 24, 2024 record date. The following are the voting results for the proposals considered and voted upon at the meeting, each of which were described in the Company’s Definitive Proxy Statement filed with the SEC on April 26, 2024.

Item 1 — Election of two Class I Directors to serve until the 2027 Annual Meeting of Stockholders, and until their respective successors have been duly elected and qualified.

| | FOR | WITHELD | BROKER NON-VOTE |
|-------------------------------|------------|------------|--------------------|
| Franklin Berger | 30,459,345 | 28,342,583 | 15,563,551 |
| Jean-Pierre Sommadossi, Ph.D. | 40,751,581 | 18,050,347 | 15,563,551 |

Item 2 — Ratification of the appointment of KPMG LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2024.

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTE |
|------------|-----------|-----------|--------------------|
| 62,300,216 | 6,472,069 | 5,593,194 | 0 |

Item 3 — Approval, on an advisory (non-binding) basis, of the compensation of the Company’s named executive officers.

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTE |
|------------|------------|---------|--------------------|
| 42,900,395 | 15,499,499 | 402,034 | 15,563,551 |

Based on the foregoing votes, Franklin Berger and Jean-Pierre Sommadossi were elected and Items 2 and 3 were approved.

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.

ATEA PHARMACEUTICALS, INC.

Date: June 21, 2024

By: /s/Andrea Corcoran
Andrea Corcoran
Chief Financial Officer and Executive Vice President, Legal and
Secretary