

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 20549

**SCHEDULE 14A**

(Rule 14a-101)

**INFORMATION REQUIRED IN PROXY STATEMENT  
SCHEDULE 14A INFORMATION**

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. )**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Atea Pharmaceuticals, Inc.**

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials:

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount previously paid:

(2) Form, Schedule or Registration Statement No.:





**ATEA PHARMACEUTICALS, INC.  
125 SUMMER STREET, 16TH FLOOR  
BOSTON, MASSACHUSETTS 02110**

Dear Atea Pharmaceuticals, Inc. Stockholder,

The definitive proxy statement for the 2021 Annual Meeting of Stockholders (the “Proxy Statement”) of Atea Pharmaceuticals, Inc., a Delaware corporation (the “Company”), to be held on June 18, 2021 (the “Meeting”), was filed with the Securities and Exchange Commission on April 29, 2021. Since then, there have been developments regarding the Board of Directors of the Company (the “Board”). We are reaching out to you to describe these recent events and to supplement portions of the Proxy Statement as set forth in this Supplement to the Proxy Statement.

#### Recent Developments

On May 18, 2021 (the “Effective Date”), the Board elected Jerome M. Adams, M.D., M.P.H., as a Class III director of the Company and appointed Dr. Adams to the Board’s Nominating and Corporate Governance Committee and recently created Strategy and Public Policy Committee, in each case effective immediately. The Board determined that Dr. Adams qualifies as “independent” in accordance with the listing requirements of The Nasdaq Stock Market.

Dr. Adams served as the 20th Surgeon General of the United States from September 2017 to January 2021, where he focused on the opioid epidemic and was a member of the COVID-19 Task Force. Prior to such role, Dr. Adams served as the State Health Commissioner for the State of Indiana from November 2014 to September 2017, where he presided over Indiana’s efforts to deal with state-wide, unprecedented HIV outbreak. Before beginning his public service in 2014, Dr. Adams was a practicing anesthesiologist and Associate Professor in the Department of Anesthesiology at Indiana University, a position he retained until September 2017. Earlier in his career, Dr. Adams was a Clinical Research Assistant at Eli Lilly and Company. He has served in leadership positions at a number of professional organizations, including the American Medical Association, the Indiana State Medical Association, and the Indiana Society of Anesthesiologists. Dr. Adams received his B.S. and B.A. from the University of Maryland, Baltimore County, his M.D. from the Indiana University School of Medicine and his M.P.H. from the University of California, Berkeley. The Board believes that Dr. Adams’ extensive public sector experience, including his work on the COVID-19 Task Force, will be a critical asset to the Board as it looks to further its development and potential commercialization efforts for its product candidates.

Dr. Adams does not beneficially own any common stock of the Company.

Polly A. Murphy, D.V.M., Ph.D., M.B.A., has also been appointed to the Strategy and Public Policy Committee.

The above recent developments will have no impact on the items to be voted on at the Meeting or on any proxy previously submitted.

Sincerely,

Andrea Corcoran  
Chief Financial Officer, Executive Vice President, Legal and Secretary