

**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 6, 2024**

**AKEBIA THERAPEUTICS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**001-36352**  
(Commission  
File Number)

**20-8756903**  
(IRS Employer  
Identification No.)

**245 First Street**  
**Cambridge, Massachusetts**  
(Address of principal executive offices)

**02142**  
(Zip Code)

Registrant's telephone number, including area code: **(617) 871-2098**

**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, par value \$0.00001 per share | AKBA              | 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.**

Akebia Therapeutics, Inc. (the "Company") held its Annual Meeting of Stockholders on June 6, 2024 (the "Annual Meeting") to consider and vote upon the matters listed below. The following is a summary of the matters voted on at the Annual Meeting and the results of the votes on such matters.

1. The proposal to elect three Class I directors, Ronald E. Frieson, Steven C. Gilman, Ph.D. and Cynthia Smith, to serve until the 2027 annual meeting of stockholders and until their successors are duly elected and qualified, subject to their earlier death, resignation or removal was approved as follows:

| <u>Director</u>         | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Votes</u> |
|-------------------------|------------------|-----------------------|-------------------------|
| Ronald E. Frieson       | 60,670,984       | 37,772,419            | 38,195,337              |
| Steven C. Gilman, Ph.D. | 67,980,247       | 30,463,156            | 38,195,337              |
| Cynthia Smith           | 67,799,627       | 30,643,776            | 38,195,337              |

2. The proposal to approve an amendment to the Company's 2023 Stock Incentive Plan to increase the number of shares of common stock available for issuance thereunder by 9,800,000 shares was not approved as follows:

|                         |            |
|-------------------------|------------|
| <u>Votes For:</u>       | 45,155,875 |
| <u>Votes Against:</u>   | 52,820,792 |
| <u>Abstentions:</u>     | 466,736    |
| <u>Broker Non-Votes</u> | 38,195,337 |

3. The proposal to approve, on an advisory basis, the compensation of the Company's named executive officers was approved as follows:

|                         |            |
|-------------------------|------------|
| <u>Votes For:</u>       | 48,857,959 |
| <u>Votes Against:</u>   | 47,361,877 |
| <u>Abstentions:</u>     | 2,223,567  |
| <u>Broker Non-Votes</u> | 38,195,337 |

4. The proposal to ratify the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2024 was approved as follows:

|                       |             |
|-----------------------|-------------|
| <u>Votes For:</u>     | 120,235,723 |
| <u>Votes Against:</u> | 13,578,974  |
| <u>Abstentions:</u>   | 2,824,043   |

**SIGNATURE**

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.

AKEBIA THERAPEUTICS, INC.

Date: June 10, 2024

By: /s/ John P. Butler

Name: John P. Butler

Title: President and Chief Executive Officer