

Edgar Filing: Ultragenyx Pharmaceutical Inc. - Form 8-K

Ultragenyx Pharmaceutical Inc.  
Form 8-K  
June 21, 2018

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 19, 2018

Ultragenyx Pharmaceutical Inc.

(Exact name of registrant as specified in its charter)

|   |                                       |   |
|---|---------------------------------------|---|
| Delaware<br>(State or other jurisdiction of<br>incorporation) | 001-36276<br>(Commission File Number) | 27-2546083<br>(I.R.S. Employer<br>Identification No.) |
|---|---------------------------------------|---|

|   |                     |
|---|---------------------|
| 60 Leveroni Court, Novato, California<br>(Address of principal executive offices) | 94949<br>(Zip Code) |
|---|---------------------|

Registrant's telephone number, including area code: (415) 483-8800

Not Applicable

Former name or former address, if changed since last report

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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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2 of this chapter).

Emerging growth company

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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 19, 2018, Ultragenyx Pharmaceutical Inc. (the “Company”) held its Annual Meeting of Stockholders (the “Annual Meeting”). As of the record date of April 23, 2018, 49,705,310 shares of the Company’s common stock were outstanding and entitled to vote at the Annual Meeting. A total of 45,889,732 shares of the Company’s common stock were represented in person or by proxy at the Annual Meeting.

Proposal No. 1 – Election of Class II Directors

At the Annual Meeting, the Company’s stockholders elected the Class II director nominees below to the Company’s Board of Directors to hold office until the 2021 Annual Meeting of Stockholders or until their successors are elected. The votes on Proposal 1 were as follows:

| Class II Director Nominees | Votes For  | Votes Withheld | Broker Non-Votes |
|----------------------------|------------|----------------|------------------|
| Deborah Dunsire, M.D.      | 44,095,709 | 41,275         | 1,752,748        |
| Michael Narachi            | 43,694,124 | 442,860        | 1,752,748        |
| Clay B. Siegall, Ph.D.     | 41,821,327 | 2,315,657      | 1,752,748        |

Proposal No. 2 – Ratification of Selection of Independent Registered Accounting Firm

At the Annual Meeting, the Company’s stockholders ratified the selection of Ernst & Young LLP as the independent registered public accounting firm of the Company for its fiscal year ending December 31, 2018. The votes on Proposal 2 were as follows:

| Votes For  | Votes Against | Abstentions |
|------------|---------------|-------------|
| 45,819,251 | 63,255        | 7,226       |

Proposal No. 3 – Advisory (Non-Binding) Vote to Approve Executive Compensation

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At the Annual Meeting, the Company's stockholders voted, on an advisory basis, in favor of a resolution approving the compensation the Company pays to its "named executive officers" as described in the Proxy Statement. The votes on Proposal 3 were as follows:

| Votes For  | Votes Against | Abstentions | Broker Non-Votes |
|------------|---------------|-------------|------------------|
| 32,906,051 | 11,223,276    | 7,657       | 1,752,748        |

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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.

Date: June 21, 2018    Ultragenyx Pharmaceutical Inc.

By: /s/ Shalini Sharp  
Shalini Sharp  
Executive Vice President, Chief Financial Officer