

**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): May 20, 2021

**PHATHOM PHARMACEUTICALS, INC.**

(Exact name of registrant as specified in its charter)

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

**001-39094**  
(Commission  
File Number)

**82-4151574**  
(I.R.S. Employer  
Identification No.)

**100 Campus Drive, Suite 102**  
**Florham Park, New Jersey 07932**  
(Address of principal executive offices) (Zip Code)

**(877) 742-8466**  
(Registrant's telephone number, include 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
<b>Common Stock, par value \$0.0001 per share</b>	<b>PHAT</b>	<b>The Nasdaq Global Select Market</b>

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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 20, 2021, the Compensation Committee of the Board of Directors (the “Board”) of Phathom Pharmaceuticals, Inc. (the “Company”) approved increases to the base salaries for Terrie Curran, the Company’s President and Chief Executive Officer, Azmi Nabulsi, M.D., M.P.H., the Company’s Chief Operating Officer, and Todd Branning, the Company’s Chief Financial Officer. Effective July 1, 2021, Ms. Curran’s annual base salary increased to \$600,000, Dr. Nabulsi’s annual base salary increased to \$500,000, and Mr. Branning’s base salary increased to \$438,000.

On May 21, 2021, the Board reviewed and approved an increase in the number of options granted to non-employee directors to purchase shares of the Company’s common stock on the date of the Company’s annual meeting from 10,000 shares to 12,500 shares.

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 21, 2021, the Company held its 2021 Annual Meeting of Stockholders. At the annual meeting, stockholders voted on the matters disclosed in the Company’s definitive Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on April 6, 2021 (the “Proxy Statement”). The final voting results for the matters submitted to a vote of stockholders were as follows:

**Proposal No. 1 - Election of Class I Directors**

At the annual meeting, the Company’s stockholders elected the persons listed below as Class II directors for a three-year term expiring at the Company’s 2024 Annual Meeting of Stockholders or until their respective successors are duly elected and qualified:

<u>Directors</u>	<u>Votes For</u>	<u>Withheld</u>	<u>Broker Non-Votes</u>
Michael F. Cola	22,021,503	2,825,681	2,715,714
Asit Parikh, M.D., Ph.D.	21,554,980	3,292,204	2,715,714

**Proposal No. 2 - Ratification of Independent Registered Public Accounting Firm**

The Company’s stockholders ratified the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for fiscal 2021:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>
27,548,364	0	14,534

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.

PHATHOM PHARMACEUTICALS, INC.

Date: May 25, 2021

By: /s/ Larry Miller

Larry Miller

General Counsel and Secretary