

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, DC 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): September 23, 2021**

**ALTIMMUNE, INC.**  
(Exact name of registrant as specified in its charter)

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

**001-32587  
(Commission  
File Number)**

**20-2726770  
(IRS Employer  
Identification No.)**

**910 Clopper Road, Suite 201S  
Gaithersburg, Maryland  
(Address of principal executive offices)**

**20878  
(Zip Code)**

**Registrant's telephone number including area code: (240) 654-1450**

**(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 \$0.0001 per share | ALT               | The NASDAQ Global Market                  |

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) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 September 23, 2021, Altimmune, Inc. (the “Company”) held its 2021 Annual Meeting of Stockholders (the “2021 Annual Meeting”). As of August 10, 2021, the record date for the 2021 Annual Meeting, there were 39,705,884 shares of the Company’s common stock outstanding and entitled to vote at the 2021 Annual Meeting. A total of 28,489,957 shares of common stock were present or represented by proxy at the 2021 Annual Meeting, representing 71.75% of the issued and outstanding shares entitled to vote at the meeting, representing a quorum. The proposals voted upon and the final results of the vote were as follows:

**Proposal No. 1:** Election of Directors. The results were as follows:

| <b>Director</b>             | <b>For</b> | <b>Withhold</b> | <b>Broker Non-Votes</b> |
|-----------------------------|------------|-----------------|-------------------------|
| Mitchel Sayare, Ph.D.       | 18,420,433 | 392,066         | 9,677,458               |
| Vipin K. Garg, Ph.D.        | 18,417,793 | 394,706         | 9,677,458               |
| David J. Drutz, M.D.        | 15,118,630 | 3,693,869       | 9,677,458               |
| John M. Gill                | 11,033,020 | 7,779,479       | 9,677,458               |
| Philip L. Hodges            | 18,400,560 | 411,939         | 9,677,458               |
| Diane Jorkasky, M.D.        | 18,406,747 | 405,752         | 9,677,458               |
| Wayne Pisano                | 14,848,010 | 3,964,489       | 9,677,458               |
| Klaus O. Schafer, M.D., MPH | 18,400,808 | 411,691         | 9,677,458               |

**Proposal No. 2:** Ratification of the appointment of Ernst & Young LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2021. The results were as follows:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 28,430,498 | 29,266         | 30,193         |

**Proposal No. 3:** Advisory vote on the Compensation of the Company’s named executive officers as disclosed in the Proxy Statement pursuant to the SEC’s compensation rules (referred to as the “say-on-pay” proposal). The results were as follows:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker Non-Votes</b> |
|------------|----------------|----------------|-------------------------|
| 8,321,213  | 10,439,681     | 51,605         | 9,677,458               |

**Proposal No. 4:** Vote to authorize the adjournment of the 2021 Annual Meeting to enable the Board of Directors to solicit additional proxies. The results were as follows:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> |
|------------|----------------|----------------|
| 18,509,254 | 9,785,811      | 194,892        |

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**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.

Date: September 24, 2021

**ALTIMMUNE, INC.**

By: /s/ William Brown  
Name: William Brown  
Title: Chief Financial Officer

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