

Jaguar Health, Inc.  
Form 8-K  
December 18, 2017

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **December 15, 2017**

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**JAGUAR HEALTH, INC.**

(Exact name of registrant as specified in its charter)

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

**001-36714**  
(Commission File Number)

**46-2956775**  
(IRS Employer Identification No.)

**201 Mission Street, Suite 2375**  
**San Francisco, California**  
(Address of principal executive offices)

**94105**  
(Zip Code)

## Edgar Filing: Jaguar Health, Inc. - Form 8-K

Registrant's telephone number, including area code: **(415) 371-8300**

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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 (*see* General Instruction A.2. below):

- ☐ 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 (§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 ☒ X

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. ☒ X

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

Jaguar Health, Inc. (the "Company") held a Special Meeting of Stockholders of the Company on December 15, 2017 (the "Special Meeting"). Two proposals were submitted to and approved by the Company's stockholders. The proposals are described in detail in the Company's proxy statement. The final results for the votes regarding each proposal are set forth below. There were no broker non-votes recorded for either of the proposals.

1. Proposal to approve, pursuant to Nasdaq Listing Rules 5635(b) and (d), the issuance of up to an aggregate of 17,808,144 shares of the Company's common stock to Chicago Venture Partners, L.P. and Iliad Research and Trading, L.P. under the terms of certain promissory notes (as more fully described in the proxy statement for the Special Meeting) ("Proposal 1") was approved by the stockholders by the following vote:

| For        | Against   | Abstained |
|------------|-----------|-----------|
| 23,365,043 | 1,127,022 | 95,819    |

2. Proposal to grant discretionary authority to adjourn the Special Meeting, if necessary, to solicit additional proxies in the event that there are not sufficient votes at the time of the Special Meeting to approve Proposal 1 was approved by the stockholders by the following vote:

| For        | Against   | Abstained |
|------------|-----------|-----------|
| 23,316,512 | 1,049,391 | 221,981   |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**JAGUAR HEALTH, INC.**

Date: December 18, 2017

|        |                         |
|--------|-------------------------|
| By:    | /s/ Karen S. Wright     |
| Name:  | Karen S. Wright         |
| Title: | Chief Financial Officer |