
**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, 2018

ADURO BIOTECH, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-37345
(Commission
File Number)

94-3348934
(IRS Employer
Identification No.)

740 Heinz Avenue
Berkeley, California 94710
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (510) 848-4400

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 (§ 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. ☒

Section 5—Corporate Governance and Management

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

Set forth below are the proposals voted upon at the Annual Meeting (the “Annual Meeting”) of Stockholders of Aduro Biotech, Inc. (the “Company”) held on June 6, 2018 at the Company’s offices at 740 Heinz Avenue, Berkeley, California 94710, along with the final voting results thereon:

Proposal 1—To elect the two Class III directors named below to serve until the 2021 Annual Meeting of Stockholders or until their respective successors have been duly elected and qualified. Each of the two named nominees was so elected, with the votes thereon at the Annual Meeting as follows:

| <u>Nominees</u> | <u>Final Voting Results</u> | | |
|----------------------------|-----------------------------|-----------------|-------------------------|
| | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Votes</u> |
| Gerald Chan, D.Sc. | 57,981,120 | 3,406,582 | 8,000,918 |
| Stephanie Monaghan O’Brien | 57,986,053 | 3,401,649 | 8,000,918 |

Proposal 2— To ratify the selection by the Audit Committee of the Board of Directors of Deloitte & Touche LLP as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2018. This proposal was approved by the requisite vote, with the votes thereon at the Annual Meeting as follows:

| <u>For</u> | <u>Against</u> | <u>Final Voting Results</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------|----------------|-----------------------------|----------------|-------------------------|
| 68,798,343 | 585,506 | | 4,771 | — |

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.

ADURO BIOTECH, INC.

Dated: June 8, 2018

By: /s/ Jennifer Lew
Jennifer Lew
Chief Financial Officer